

# ULTIMATE SPIDER-MAN

ISSUE  
**102**  
CLONE SAGA: PART 6



**MARVEL**  
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HENNESSY  
PONSOR

BAGLEY  
ISANOVE

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# PREVIOUSLY IN ULTIMATE SPIDER-MAN...

The bite of a genetically-altered spider granted high school student Peter Parker incredible, arachnid-like powers! When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power must also come great responsibility...

Now the fledgling super hero tries to balance a full high school curriculum, a night job as a web designer for the *Daily Bugle* tabloid, a friendship with the beautiful Mary Jane Watson, and swing time as the misunderstood, web-slinging Spider-Man.

On a casual mall outing with MJ, Peter is attacked by a genetic duplicate of himself! Peter makes sure MJ gets clear and brings the duplicate to the world-famous Fantastic Four for examination.

Unfortunately, MJ is soon kidnapped and taken to an abandoned Oscorp laboratory. She's held prisoner by a horribly scarred, tattered version of Peter—who swears he's found a way to keep MJ safe from harm...by making her like him!

As the real Peter searches for her, he instead discovers his friend Gwen Stacy, back from the dead...and as confused as he is! As they try to figure things out, they're caught by Aunt May, so Peter does the only thing he can—he reveals himself as Spider-Man.

The confrontation is interrupted when Peter's father, also long thought dead, walks into the kitchen. Richard Parker reveals that he has been alive the entire time, but has been secretly continuing his genetics work for the CIA.

Suddenly, Nick Fury—head of the government's superhuman task force and armed to the teeth with spider-slayer warrior drones—surrounds the house. The overwhelming stress of the situation gives Aunt May a heart attack...but the greater shock is when Gwen transforms into Carnage—the very monster that killed her—and attacks Fury and his men!

When the Fantastic Four arrive to help Peter, Carnage is defeated and Aunt May is taken to the hospital (with Peter's dad following)...but Nick Fury detains Peter Parker. He is bringing him in...



# CLONE SAGA Part 6

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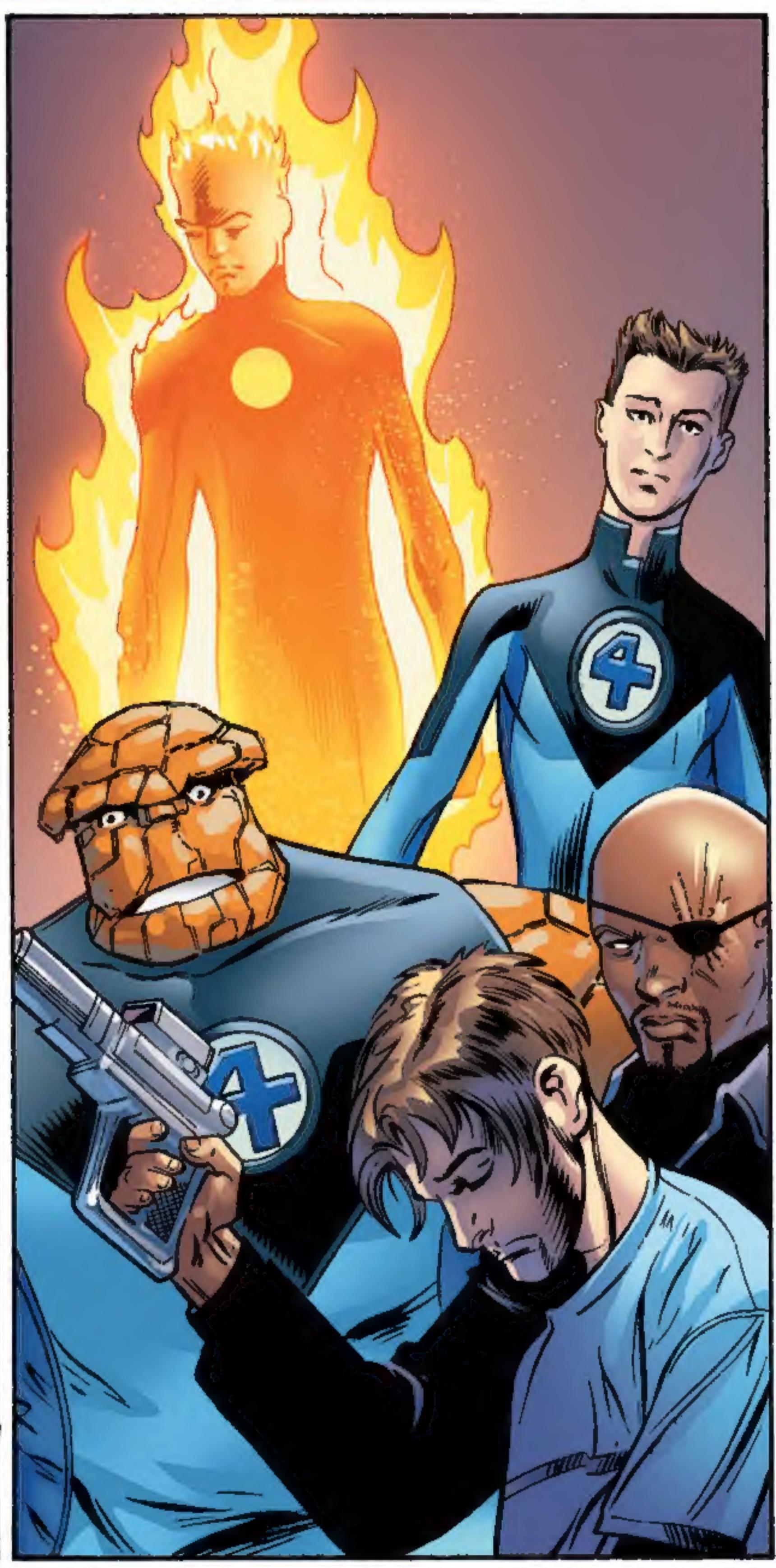
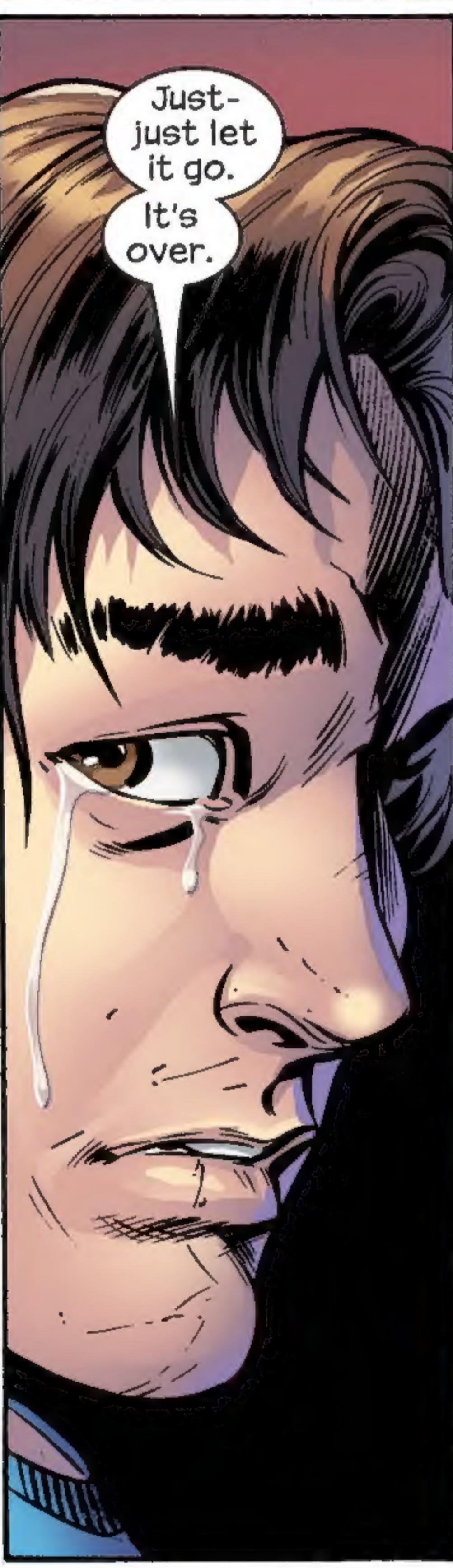
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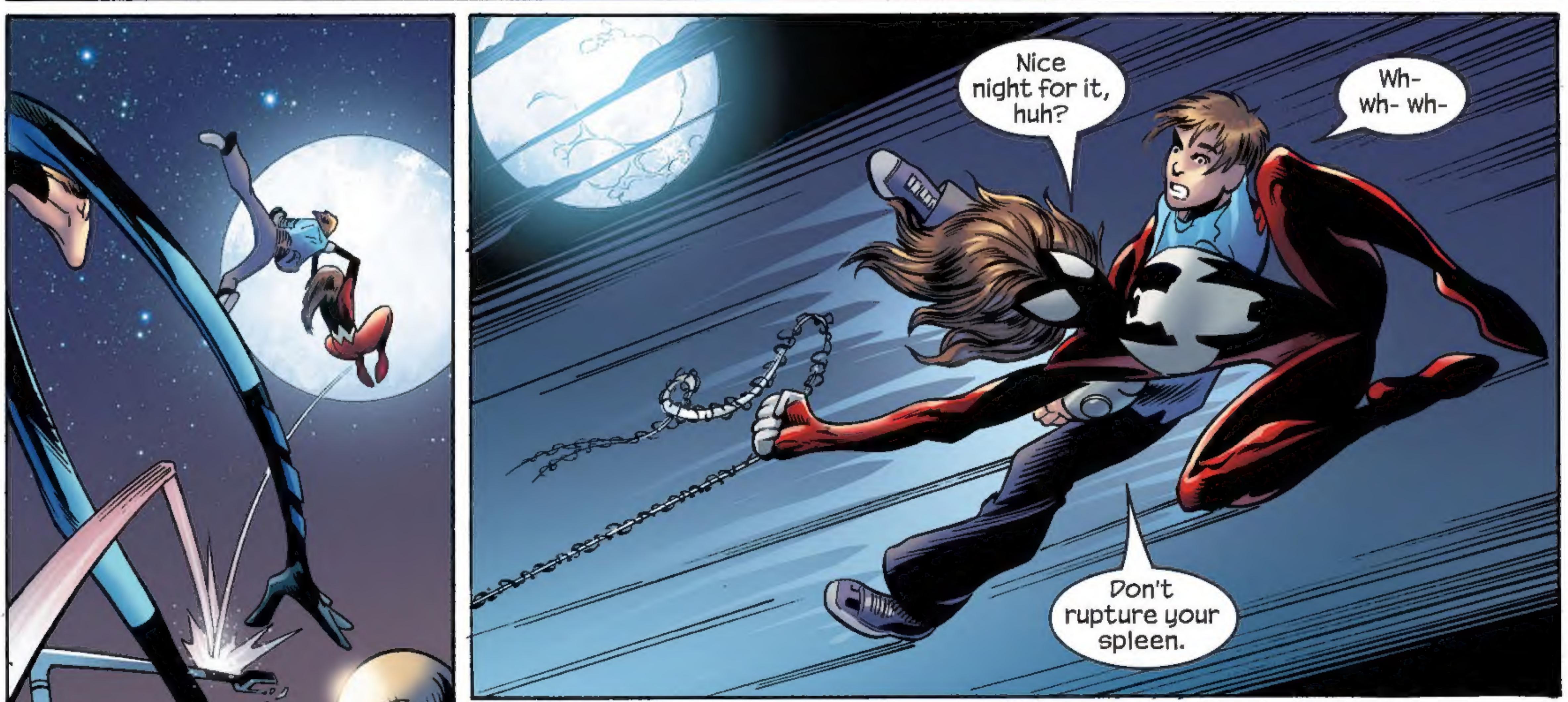
LETTERER

Dan Buckley

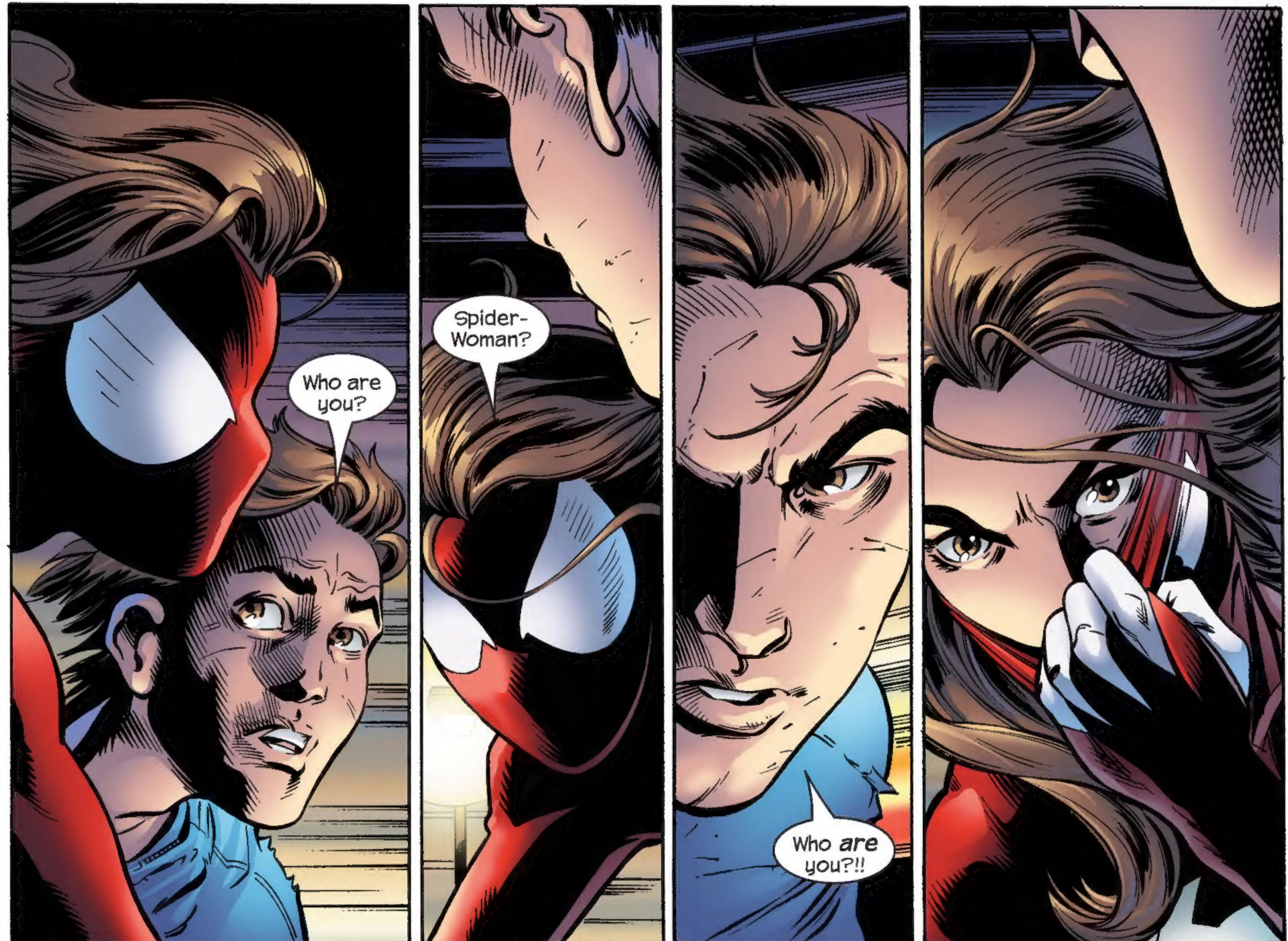
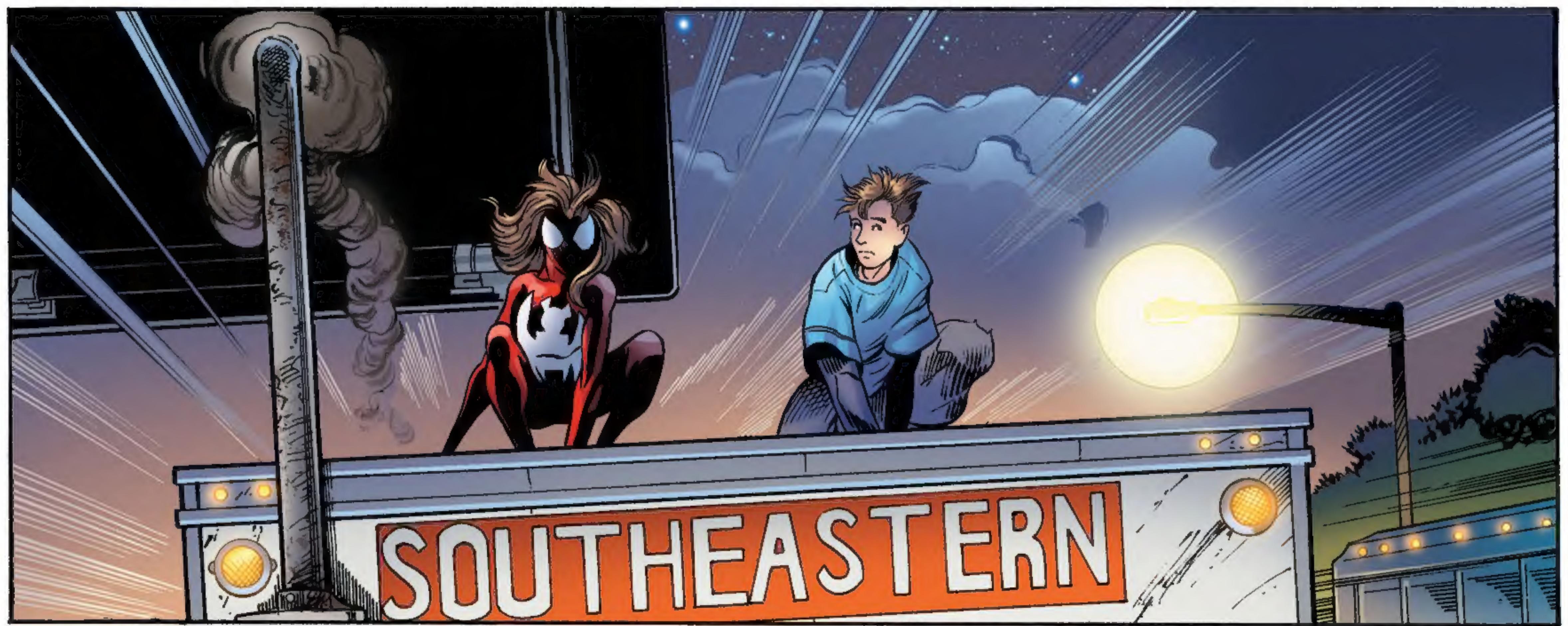
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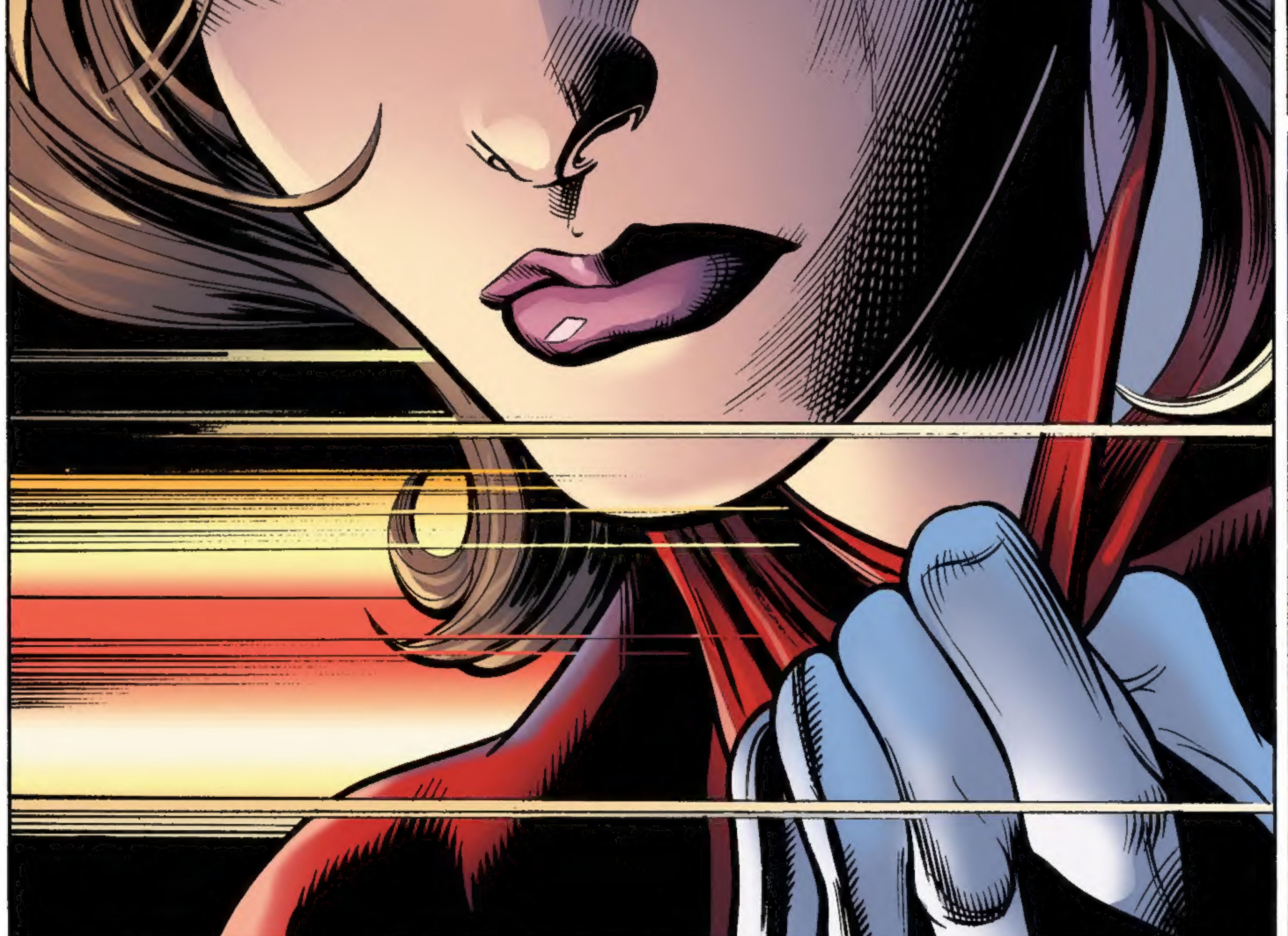
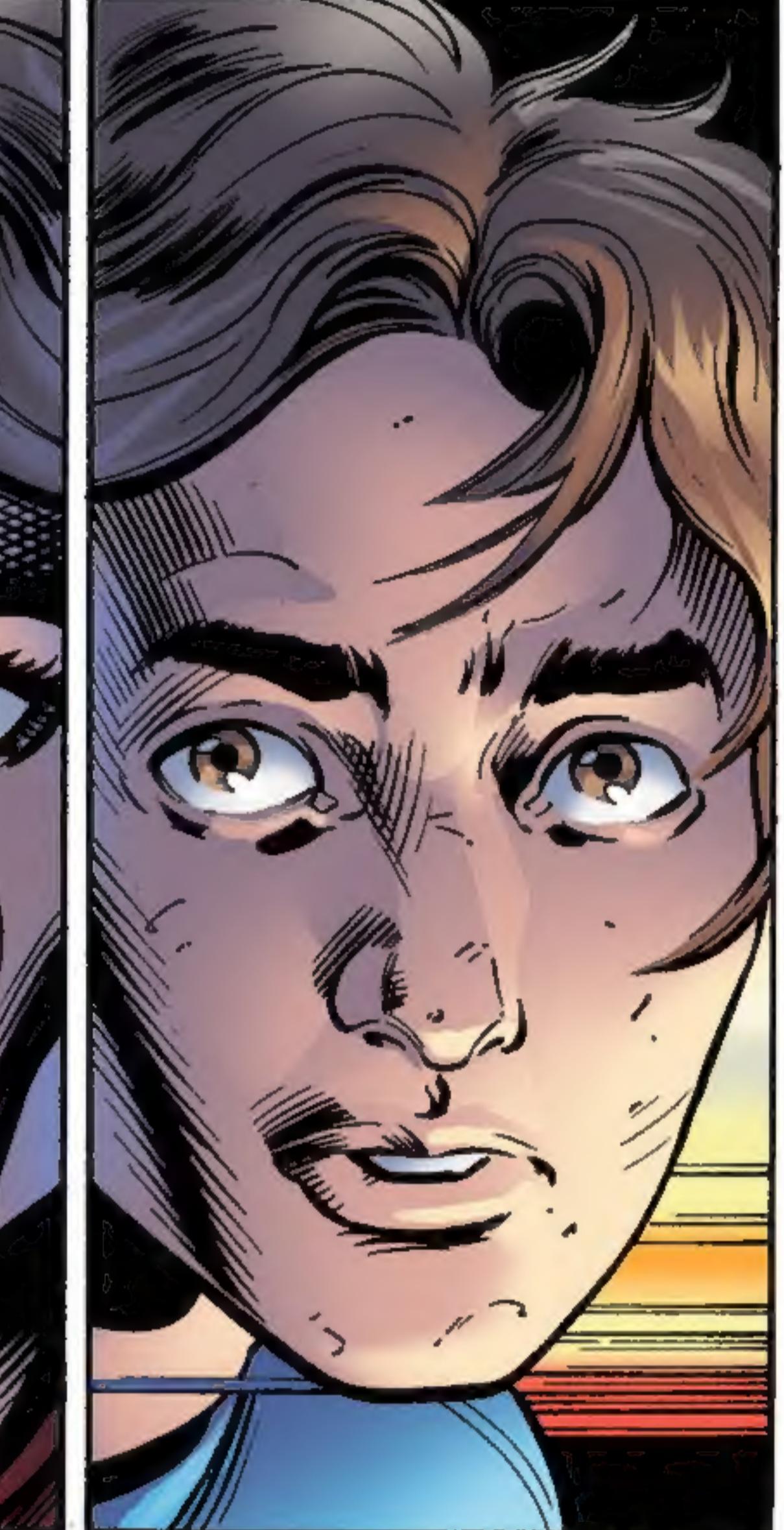
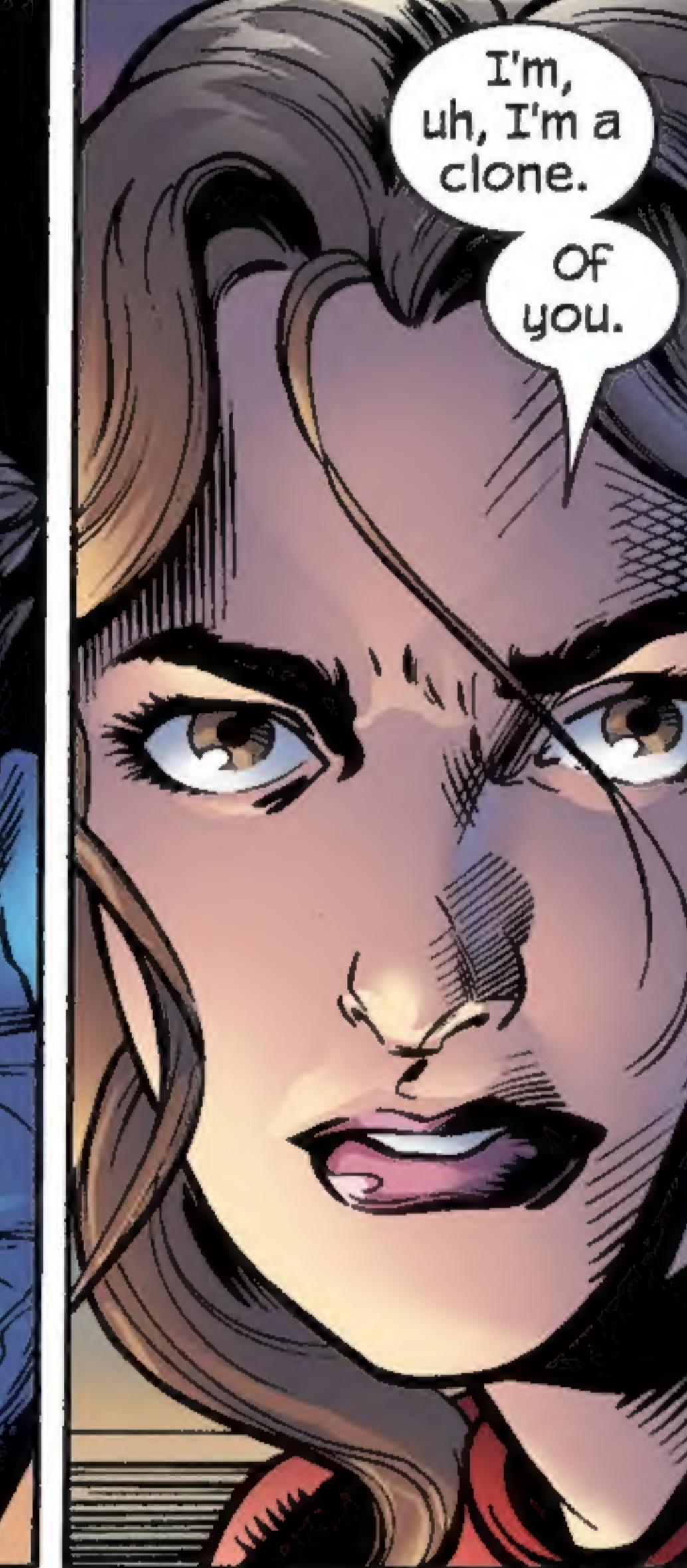
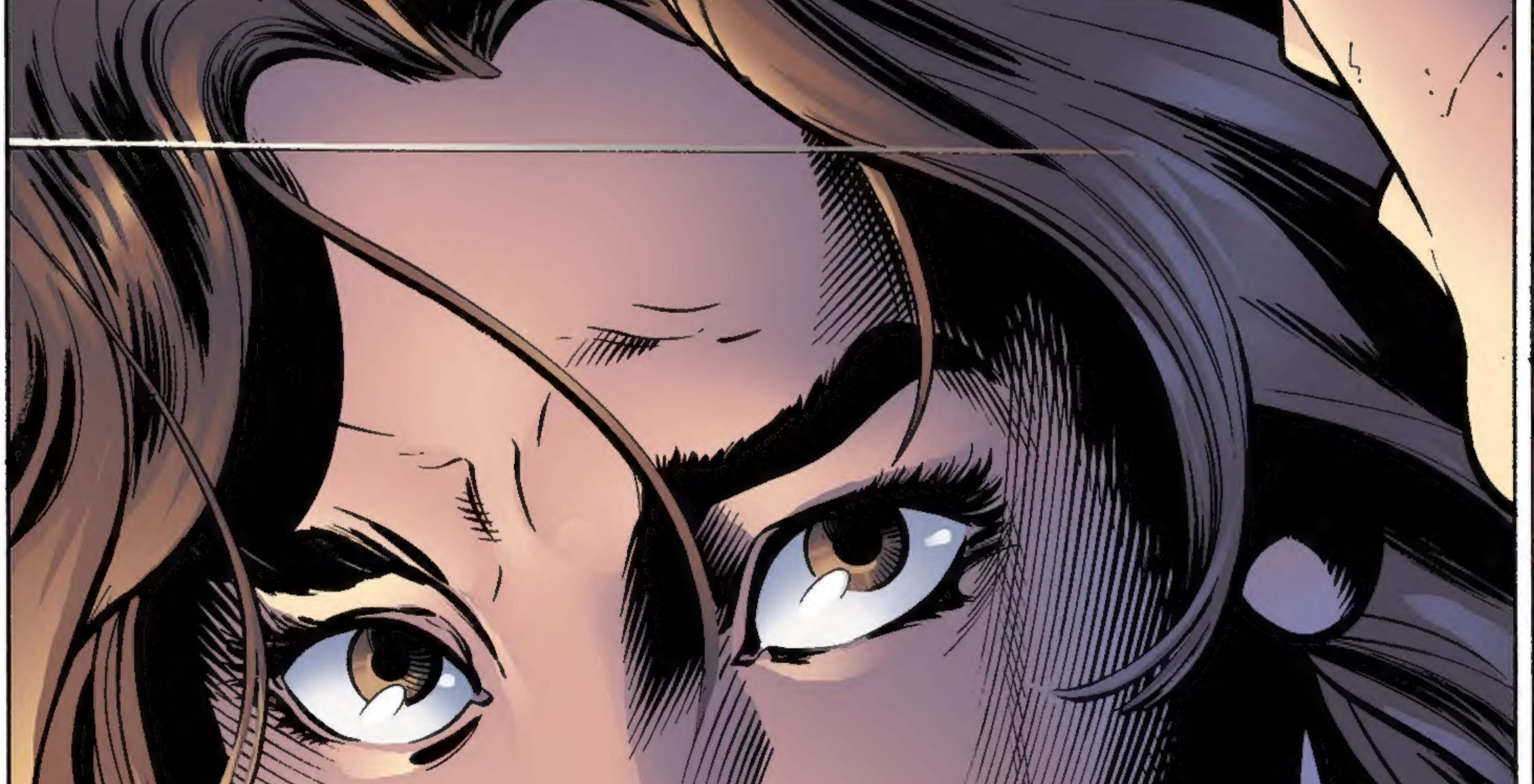
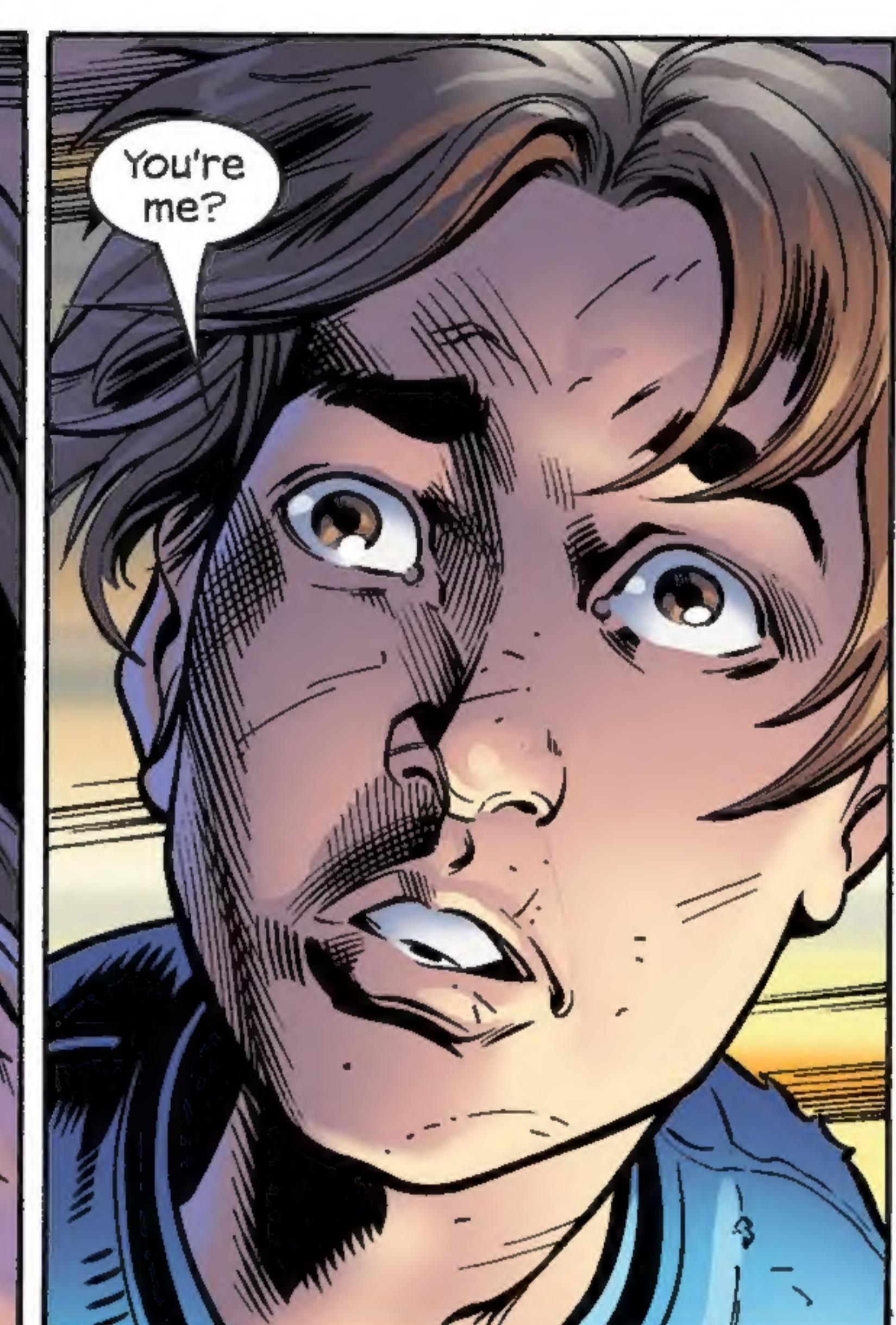
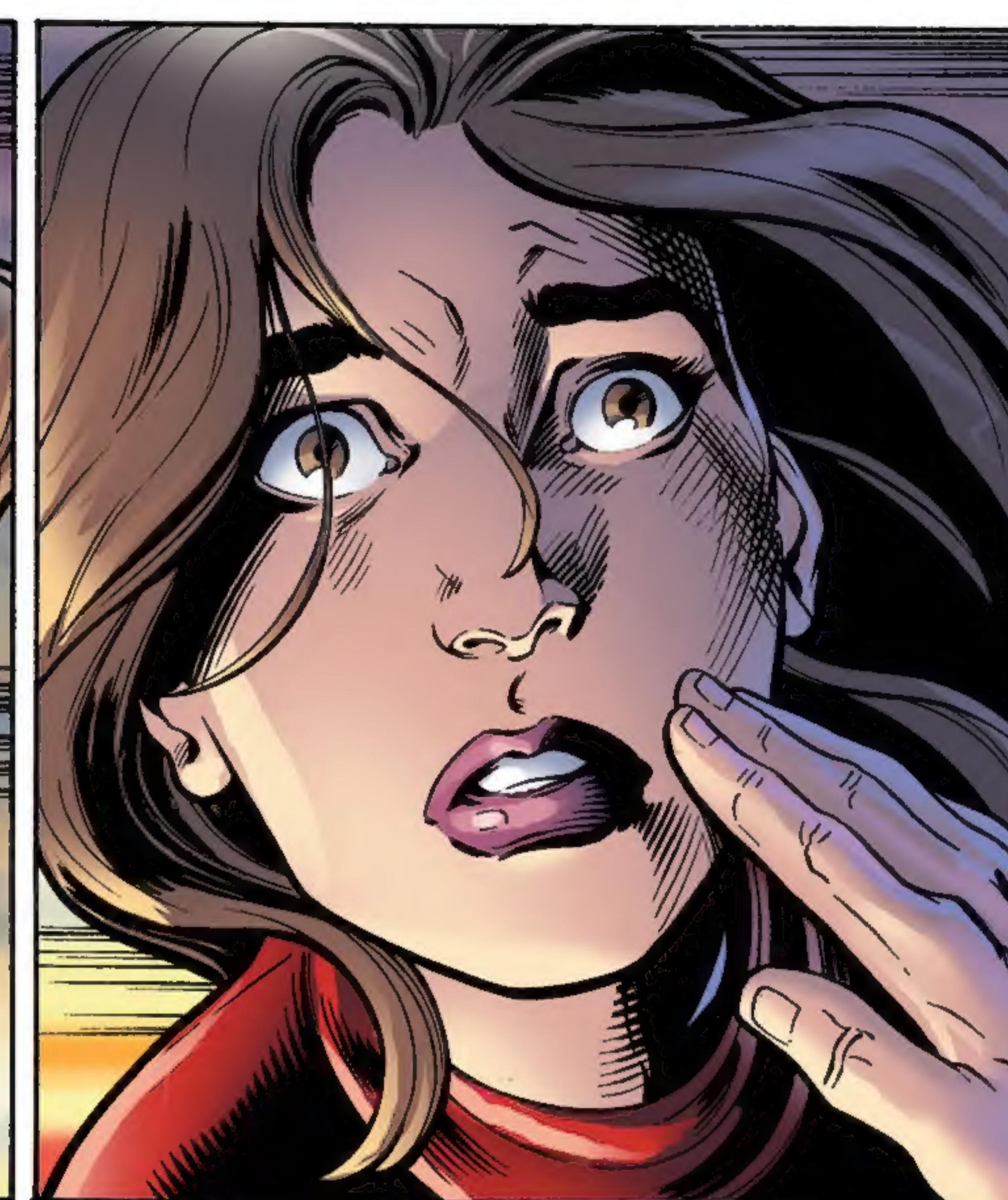
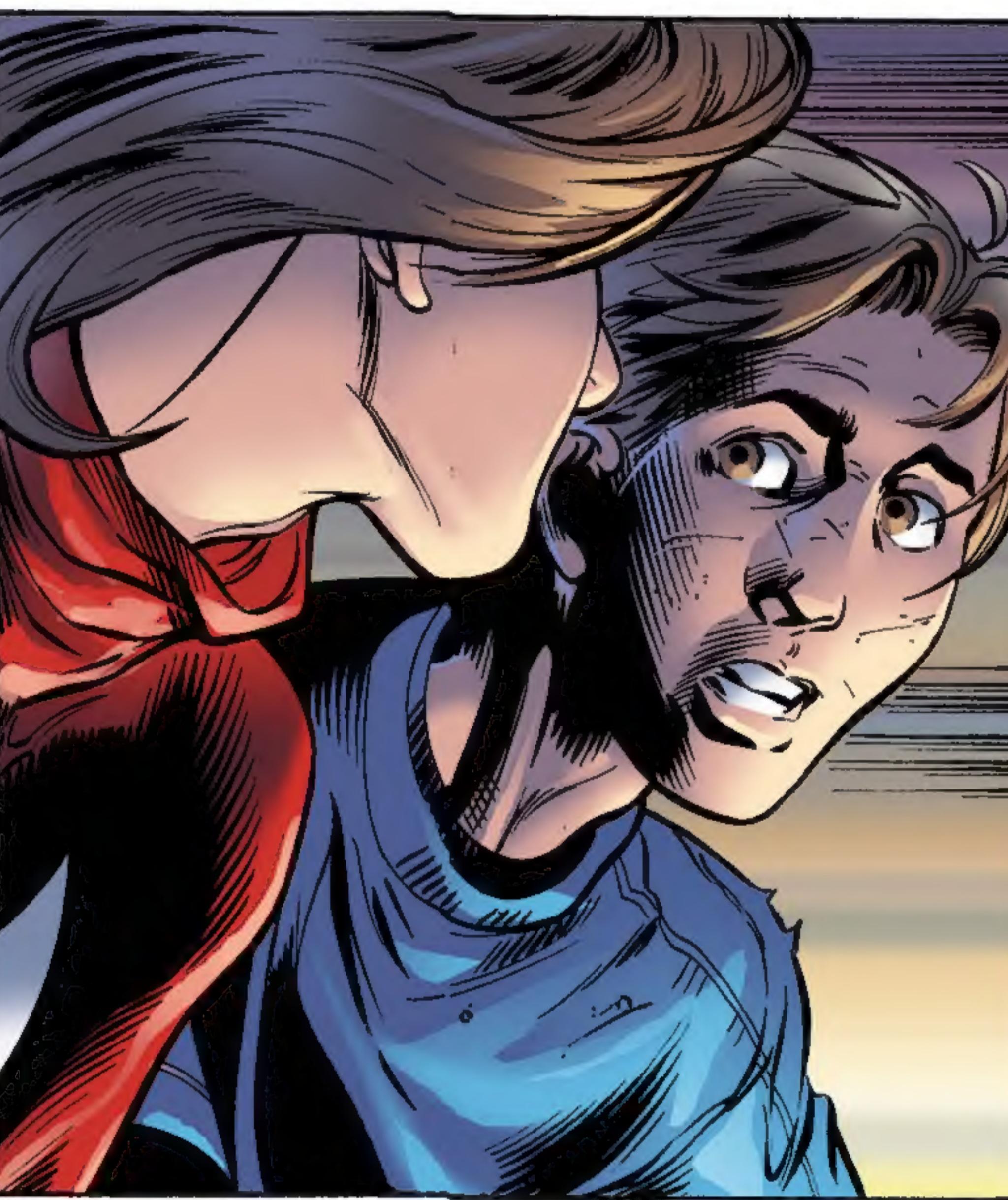
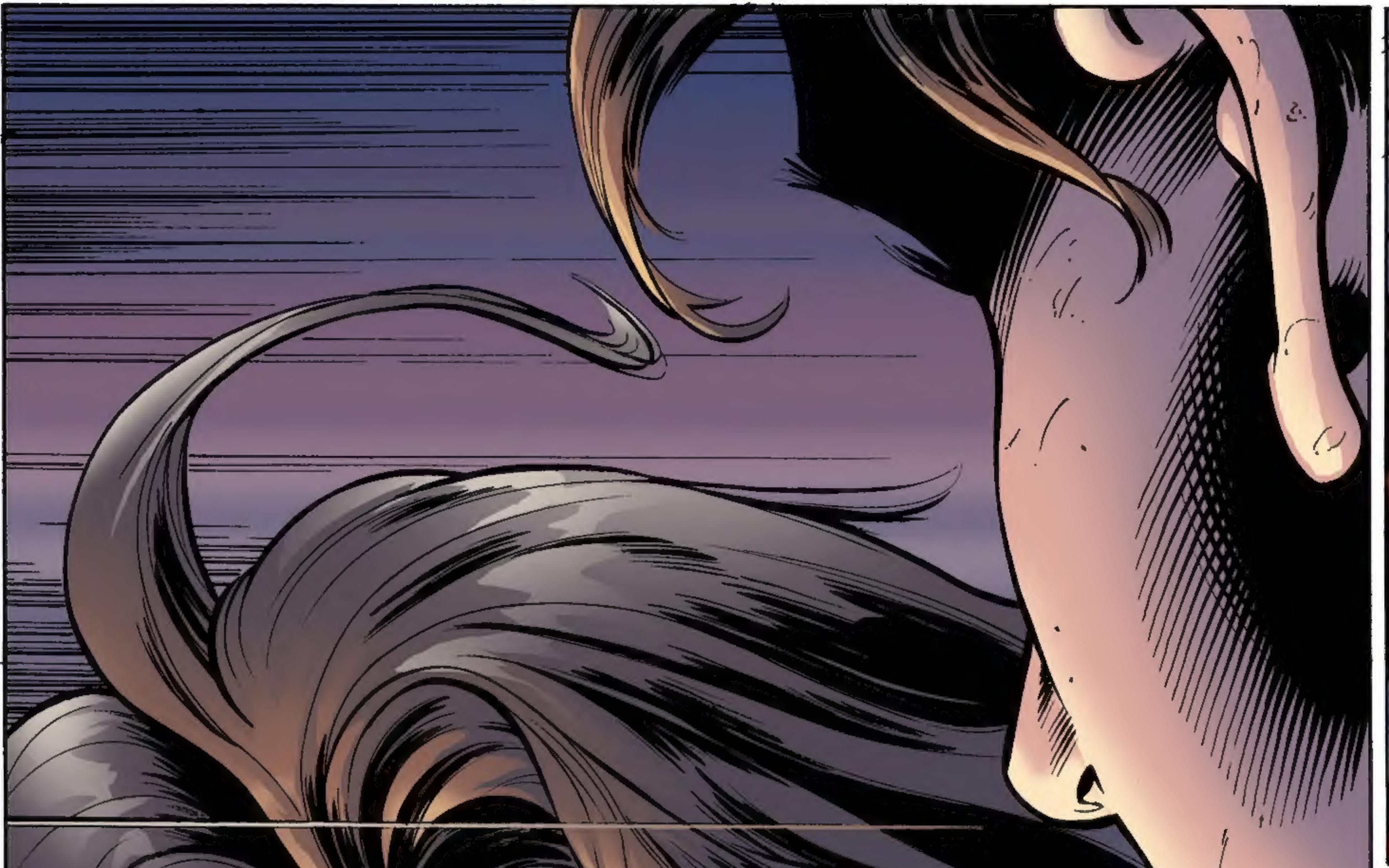
Cover: Mark Bagley & Richard Isanove











She's coming out of it.

Hi. My name is Ben Reilly.

If that name sounds vaguely familiar it's because I was Doctor Curt Connors' assistant a few months ago.

Don't worry about trying to talk.

You can't yet.

You were brought into this world just a week ago. Your body hasn't fully adjusted to its--

(How can I explain it?)

Your body is still forming.

You've been heavily sedated so as to not hurt yourself.

I know in your mind, you're a little freaked out and confused right now...

But don't worry about that, either...

Okay, in your head you remember yourself as Peter Parker, Spider-Man...

But you're not him. In fact, you're not even a him. You're a her.

You're a biological replica of him, created by me and my team.

You're in an R and D facility for the Central Intelligence Agency.

You're safe and okay.

You're phase five of the project, actually.

The goal was to process a clone of Peter Parker. Why him? Because- well, because of his spider-powers.

And in *your* case we did a little creative chromosomal manipulation and you were born a girl.

And *you* are a rousing success.

You're the best one so far. We're really- this is very, very exciting.

Now, the good news is, as *confusing* as it is to have the memories and sense memories of a *boy* when you are a *girl* and the memories of someone you're *not*...don't worry.

We have a psych team coming in very soon and you'll be stripped of *all* those memories and we'll have all-new ones implanted in you in no time.

In fact, by then you won't remember even having this *conversation*, the fact that you're a *clone*, or any of this.

But we need to run some psych evaluation tests on you *before* we go to the next step, and that includes telling you *this* and observing how you react to it.

And your next life, if you choose to accept it, is going to be just as *exciting* as being Spider-Man--

You'll be a special agent for the Central Intelligence Agency.

Cool, huh?

Let's see what they have for you...

You'll be special agent Jessica Drew...

(Pretty name.)

You'll be an agent of the CIA. Codename: Spider-Woman.

So how did this all happen?

Well, if you remember...

When you, and by *you* I mean Peter Parker, were friends with Curt Connors, he stole a sample of your blood...

And, you'll remember, he accidentally incubated a clone prototype that became that horrible monster that wreaked such carnage on my college campus.

And killed your friend, Gwen Stacy.

Well, I helped him. Clearly that was not the plan.

We didn't want to hurt anyone. We wanted to help people.

But what happened, happened.

And then...

(Ugh, not very original.)

I'll try to have them change that for you.

PHASE-5 PRO

Anyway, after all that went down, I was in a lot of trouble. Curt Conners is in jail now for it.

And the feds came for me, too, but I had a "get out of jail" card.

Your blood sample.

And my notes from my work with Doctor Conners.

The CIA here made a deal with the FBI and they put me to work instead of making me sit in a federal prison.

I really lucked out.

They'd already put together a little brain-trust here working on the very same type of project.

A real community of like-minded geniuses.

And a bunch of other things. All real top-secret stuff.

But all of it specifically- directly related- to super-power and mutant genealogy.

And now look at you, a whole, beautiful young woman created from scratch.

I'm proud to be here.

In just this short time we've been working together, we cracked the mystery of the clone.

We broke down Norman Osborn's original Oz formula.

Yeah.

See, the reason Peter Parker is so perfect for cloning is they- we- needed something stronger, more durable than the human genome.

We needed something more.

And you were it.

You're part of a launch-series of cloning experiments. Every one of you is a little different than the next.

And each of you will be trained and/or experimented on for the government in search of, or in place of, the elusive Super-Soldier Serum.

Yeah, you may be the next Captain America.

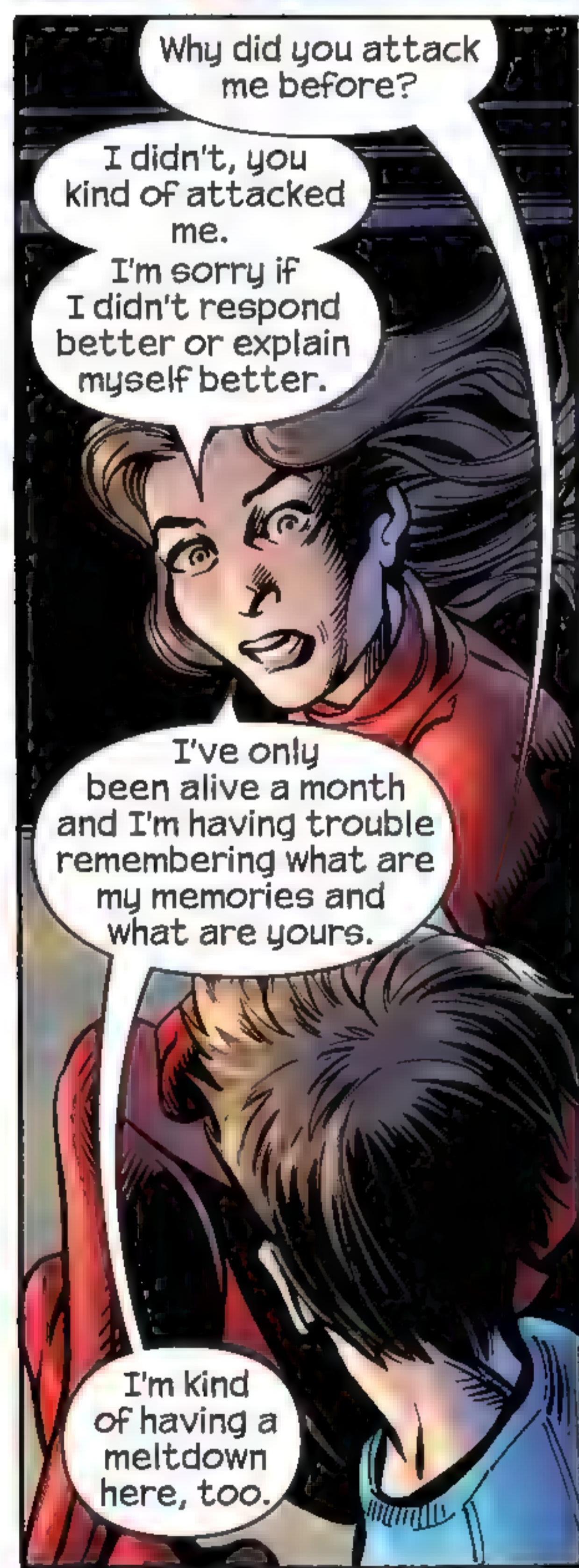
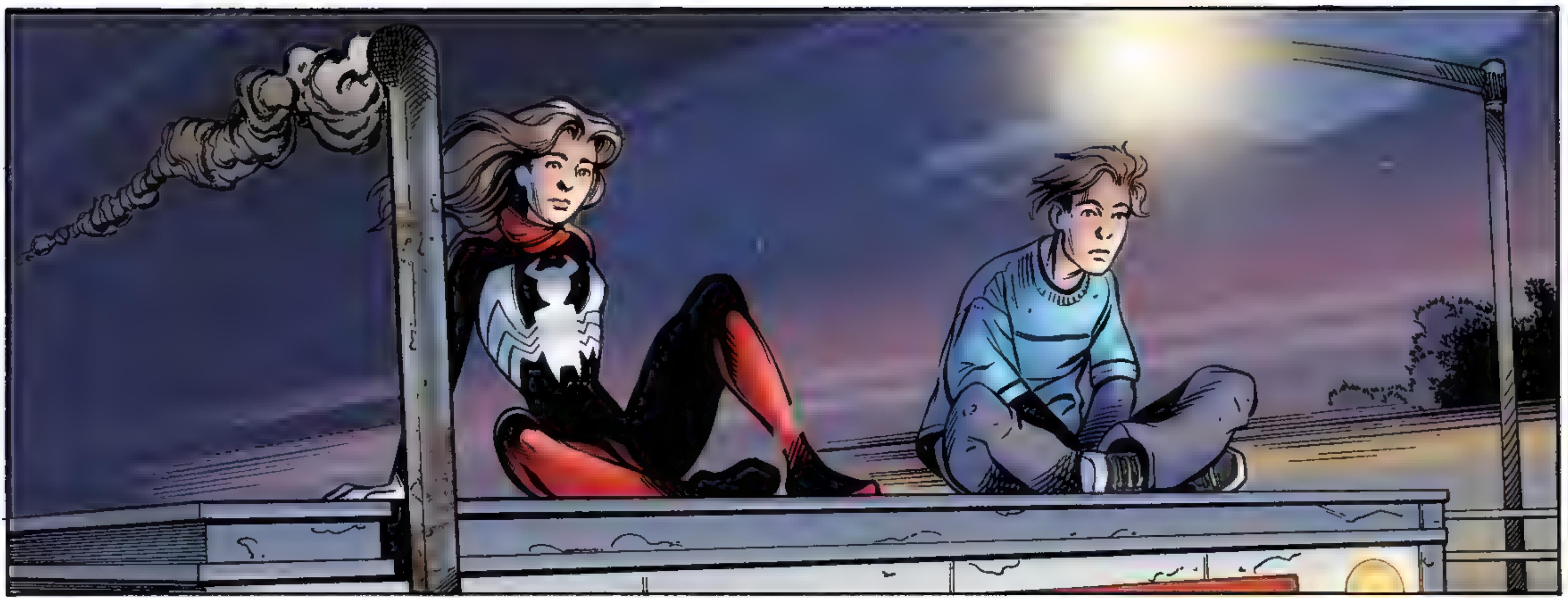
Can you imagine?

An army of a hundred, two hundred Spider-Men launching a ground assault?

Can you- oh. She's out.

Okay, Jessica, you sleep.

Tomorrow is a big day.





**HUAROGHH!**



**ARRGGH!**

Everybody down!!

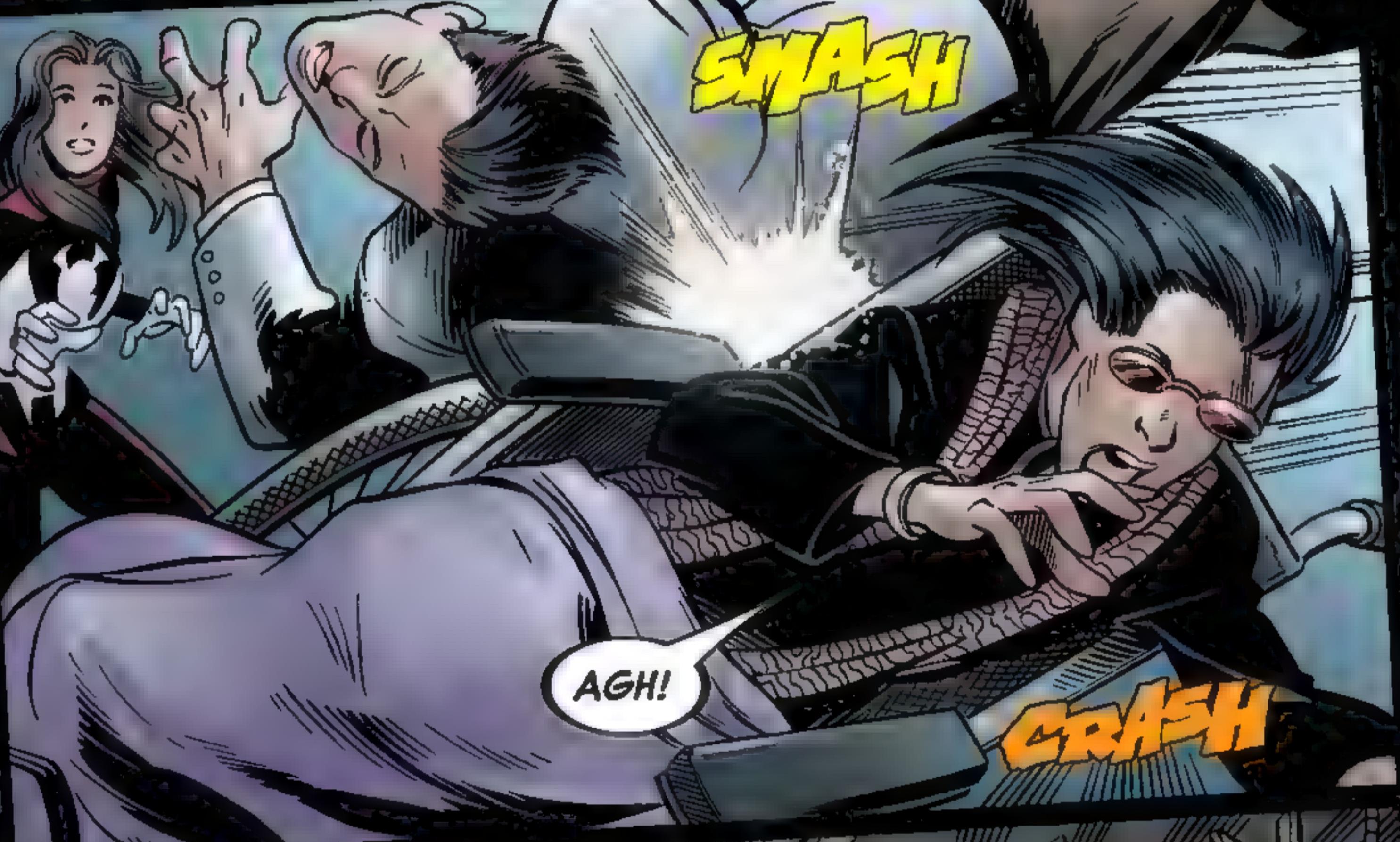
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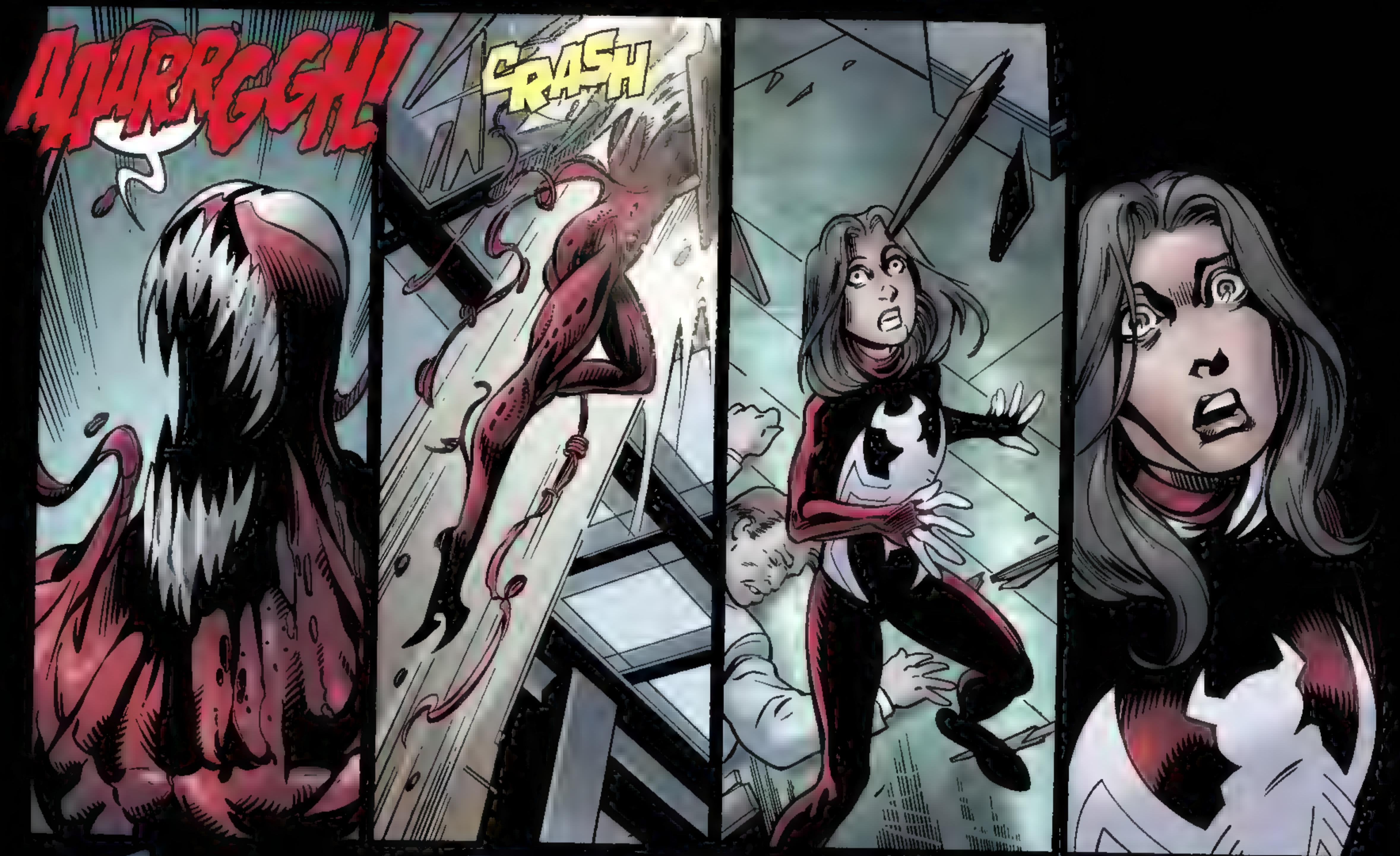
**CRASH**

Aaiiee!!!

**SMASH**

**CRASH**







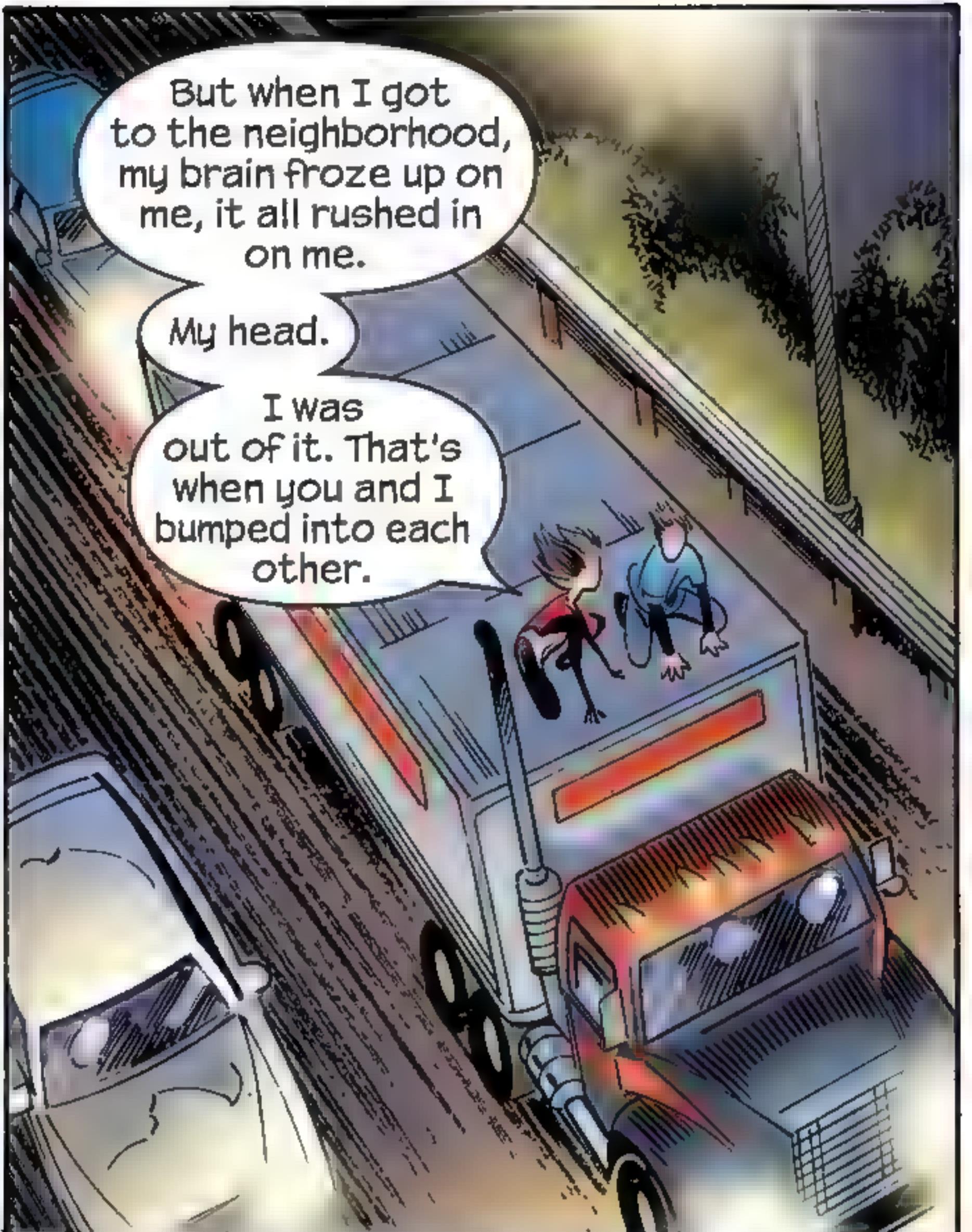
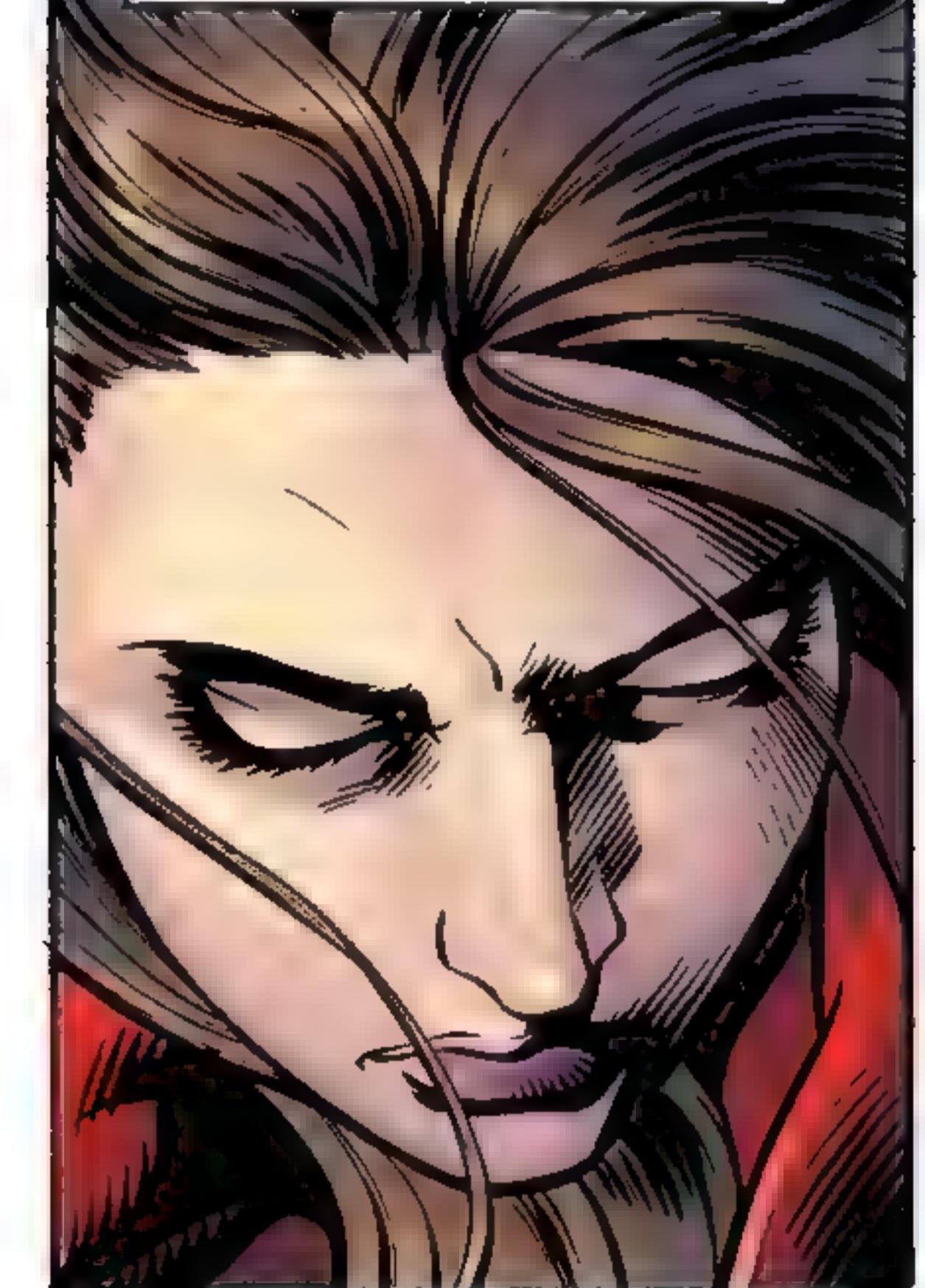
"Once I got something vaguely resembling my bearings, my intention was to just make sure none of them went and bothered MJ."

But when I got to the neighborhood, my brain froze up on me, it all rushed in on me.

My head.

I was out of it. That's when you and I bumped into each other.

Which didn't help.



I think so, yes.

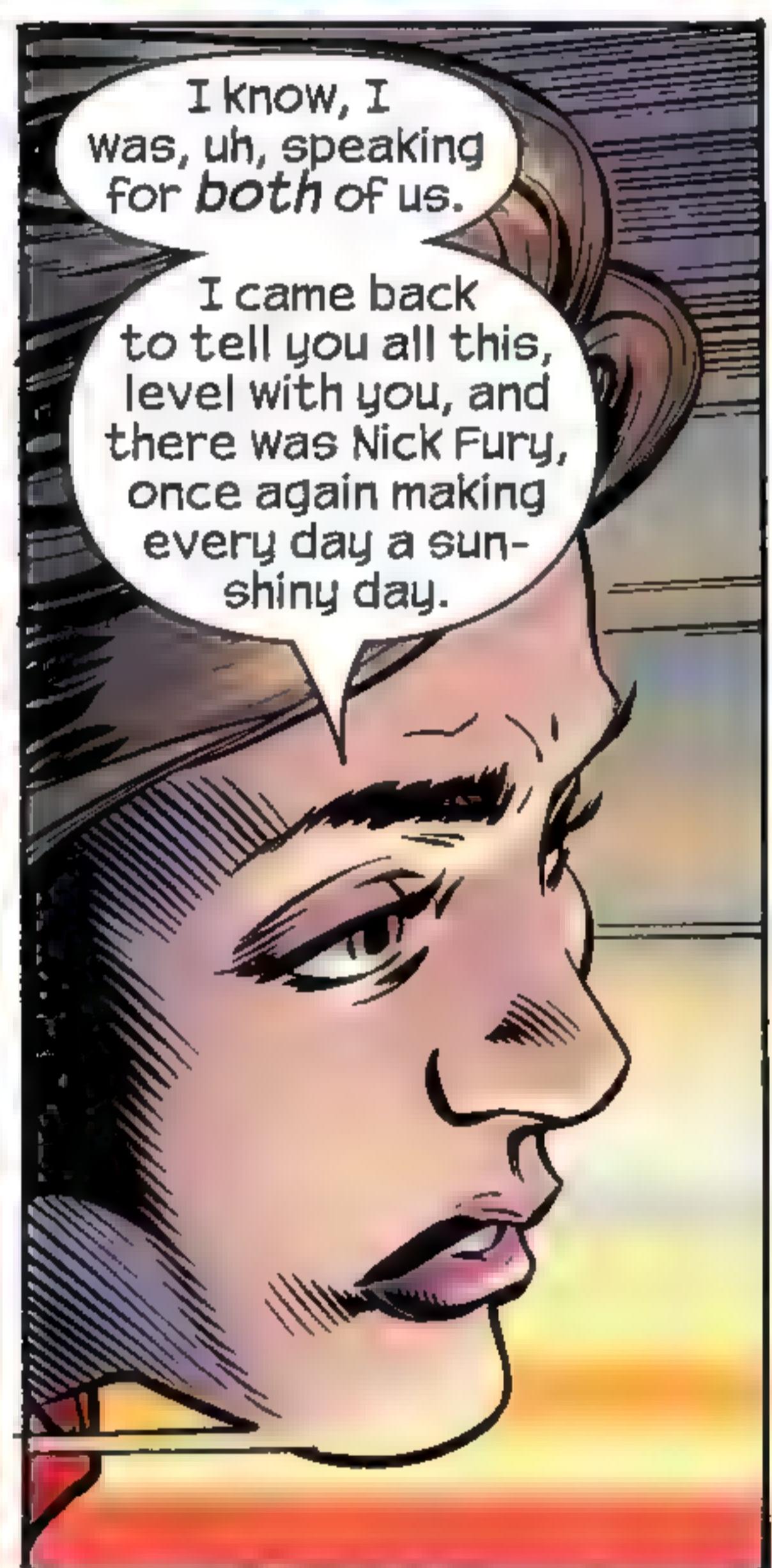
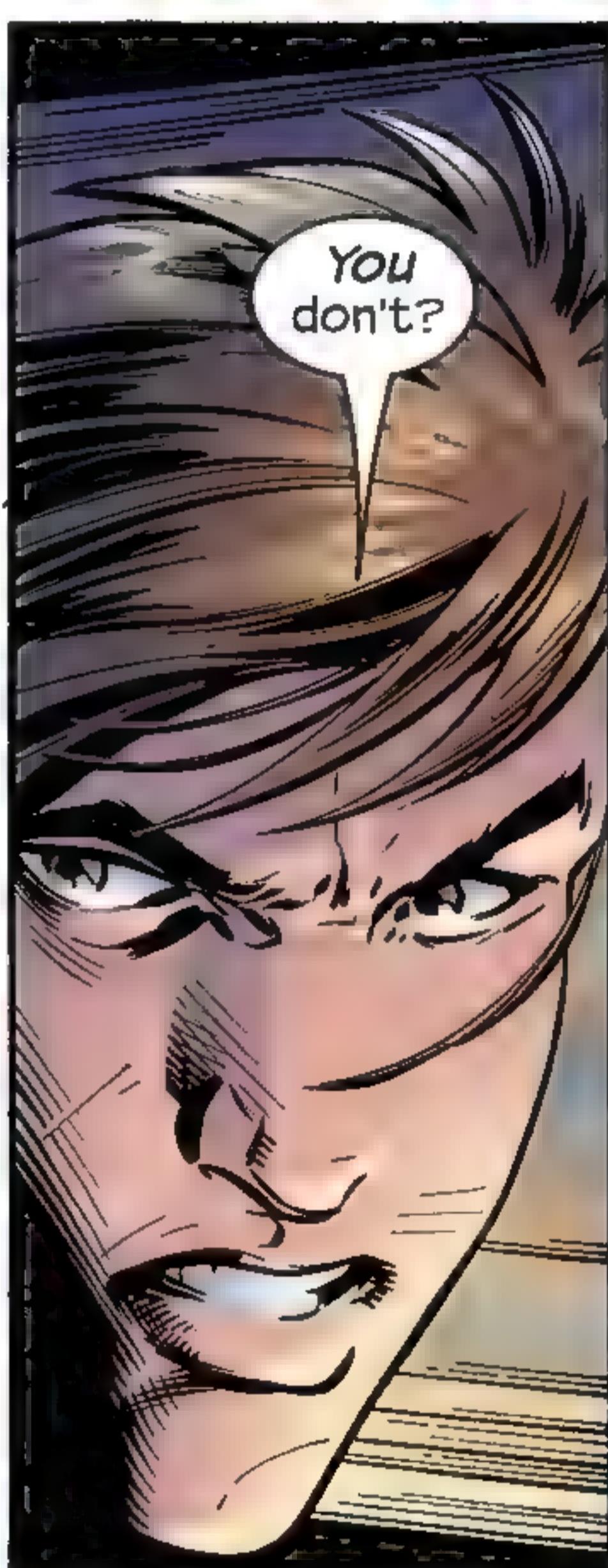
But, man, I hope I am so, so, so wrong.

She is missing. That's how my night started.

I just don't want her involved in any of this.

I know, I was, uh, speaking for both of us.

I came back to tell you all this, level with you, and there was Nick Fury, once again making every day a sunny day.



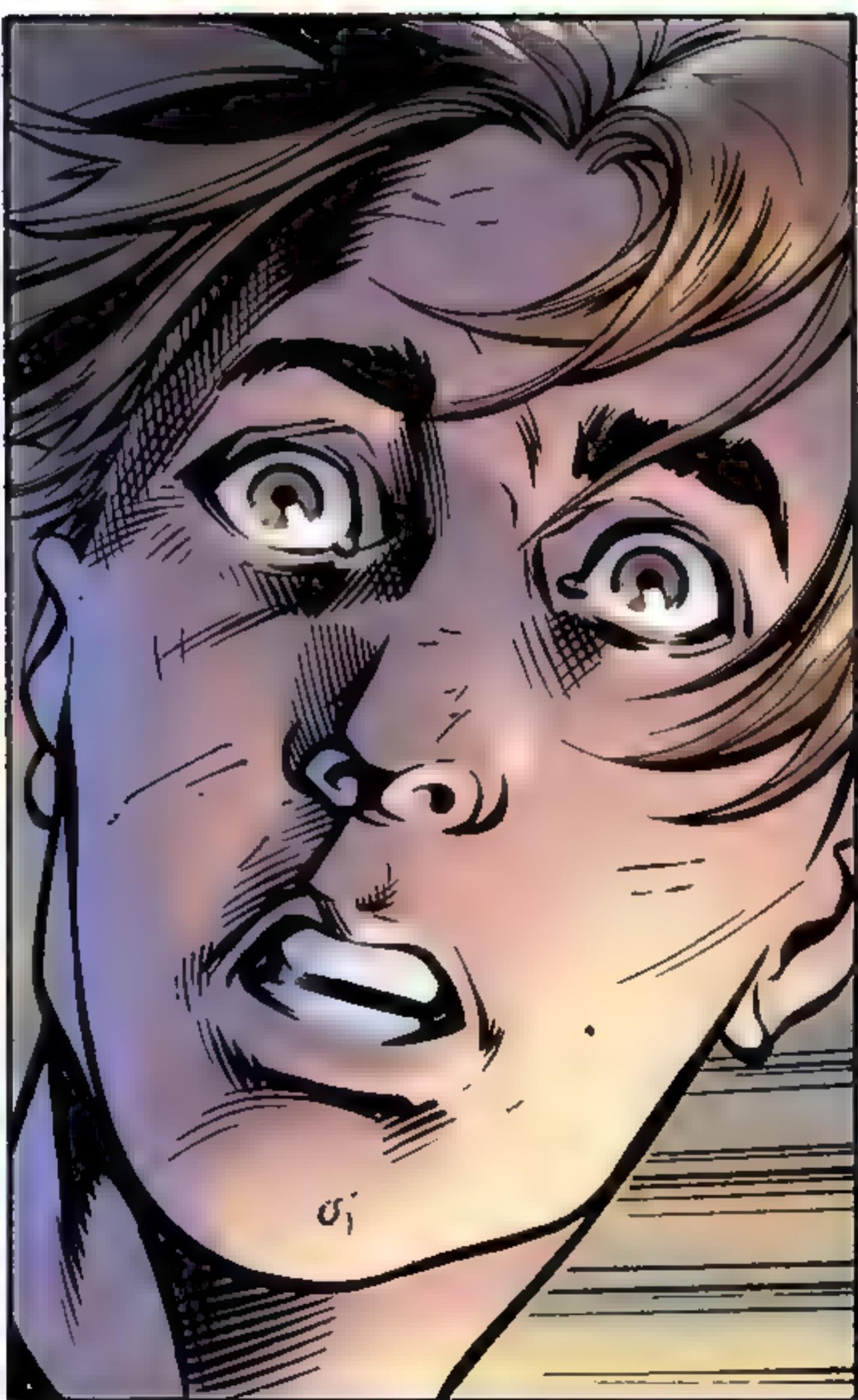
I'm- I'm just completely--

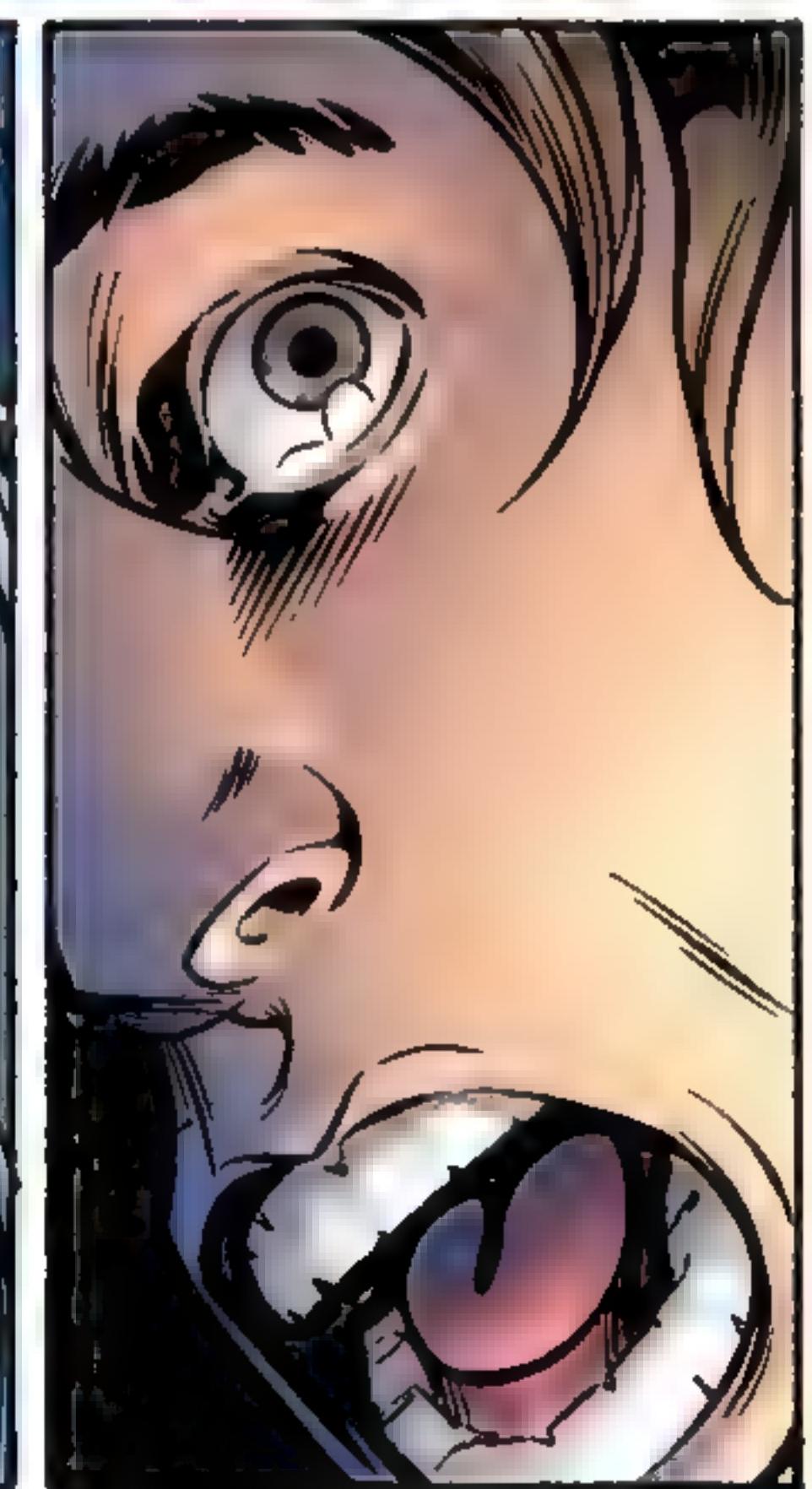
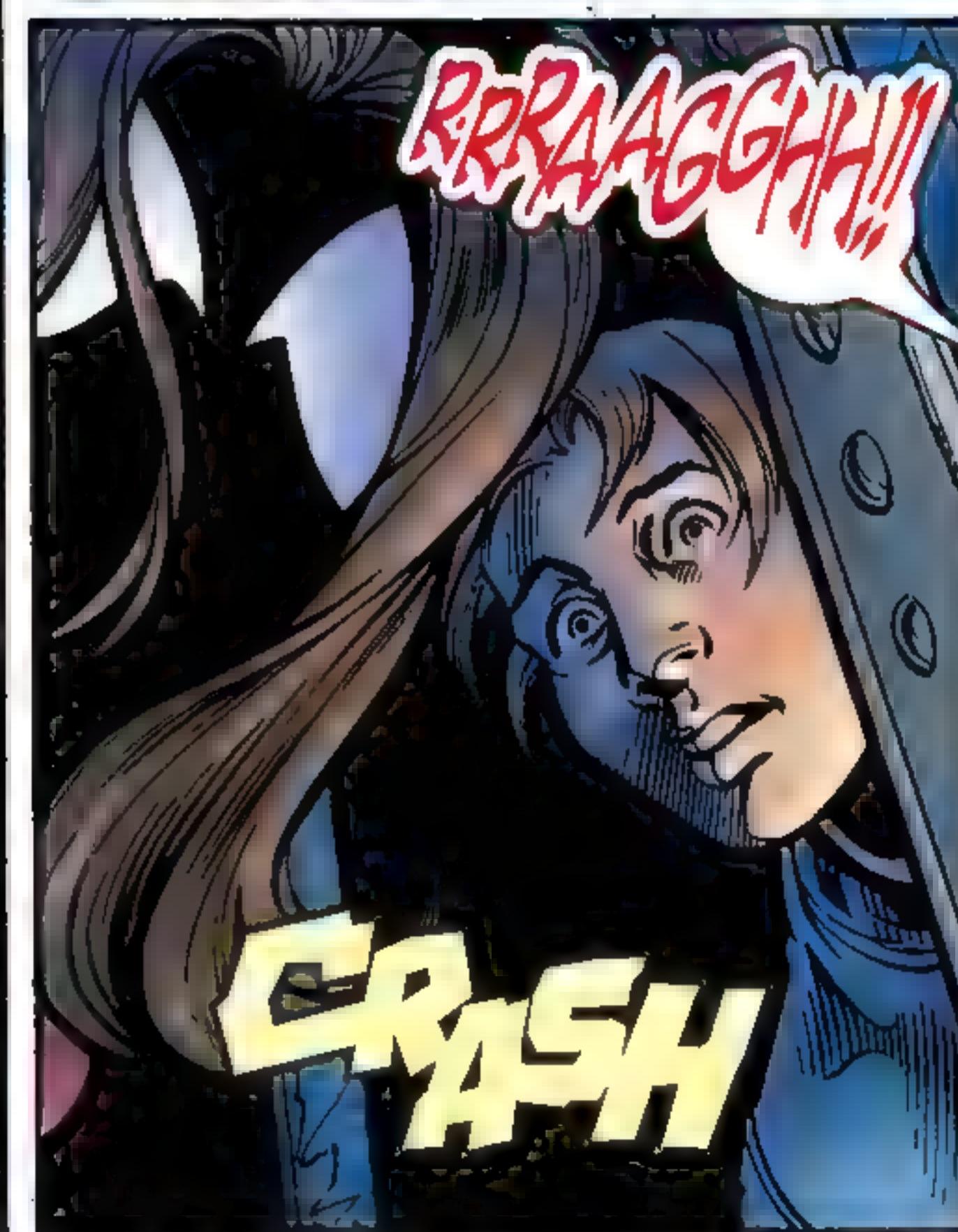
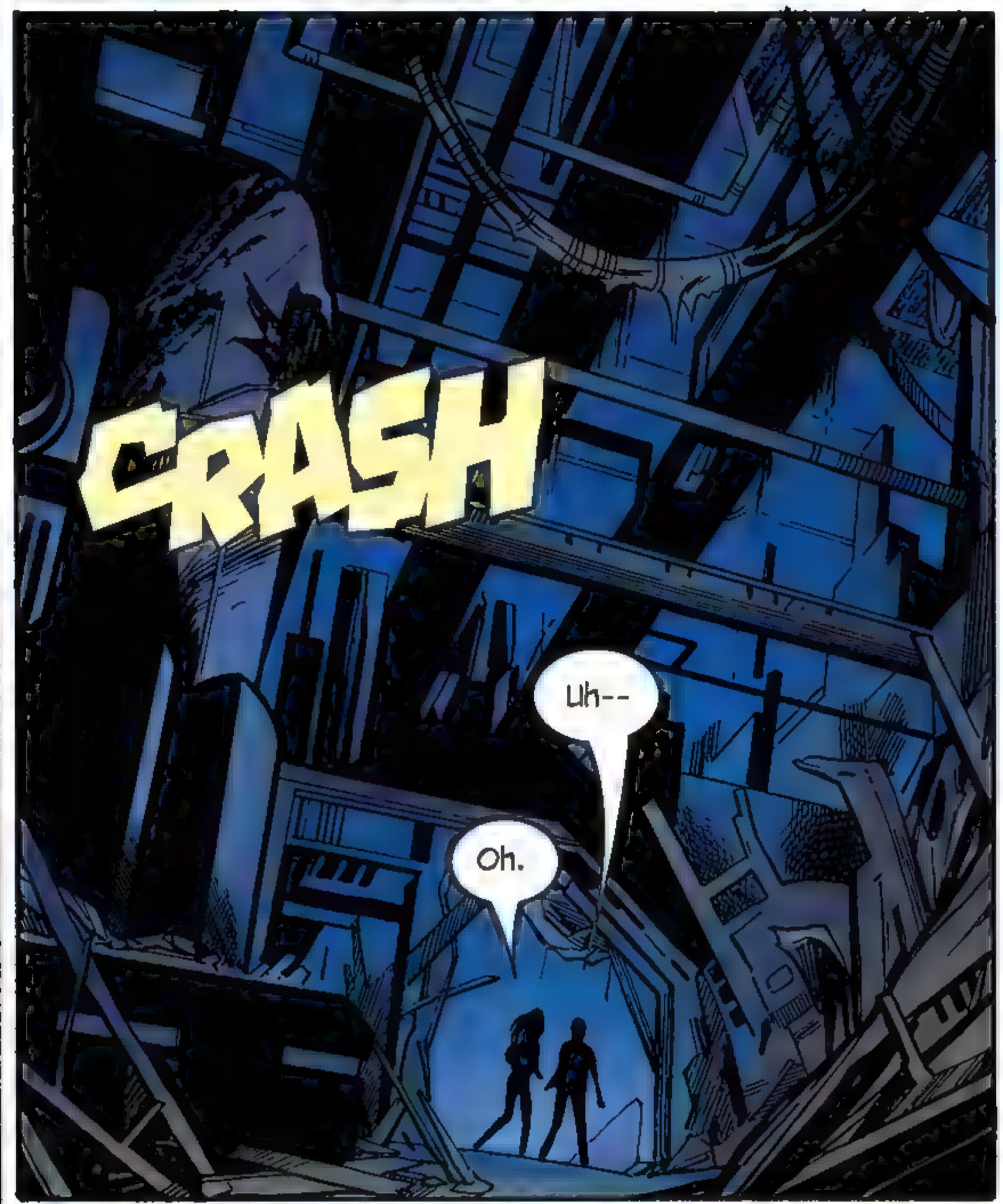
And here- look- this is the last place I could think of that one of us, in our delicate mental state, might take MJ.

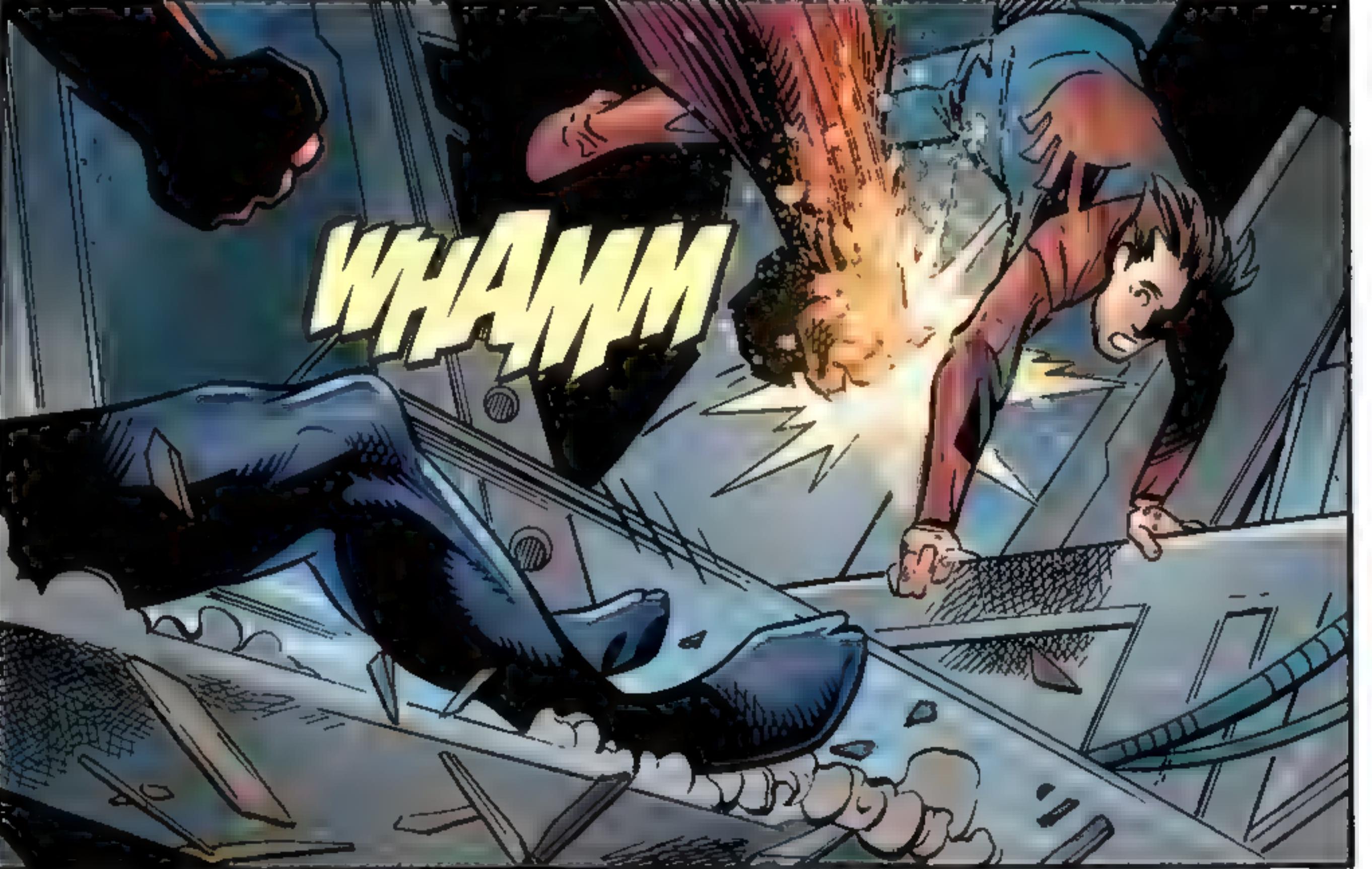
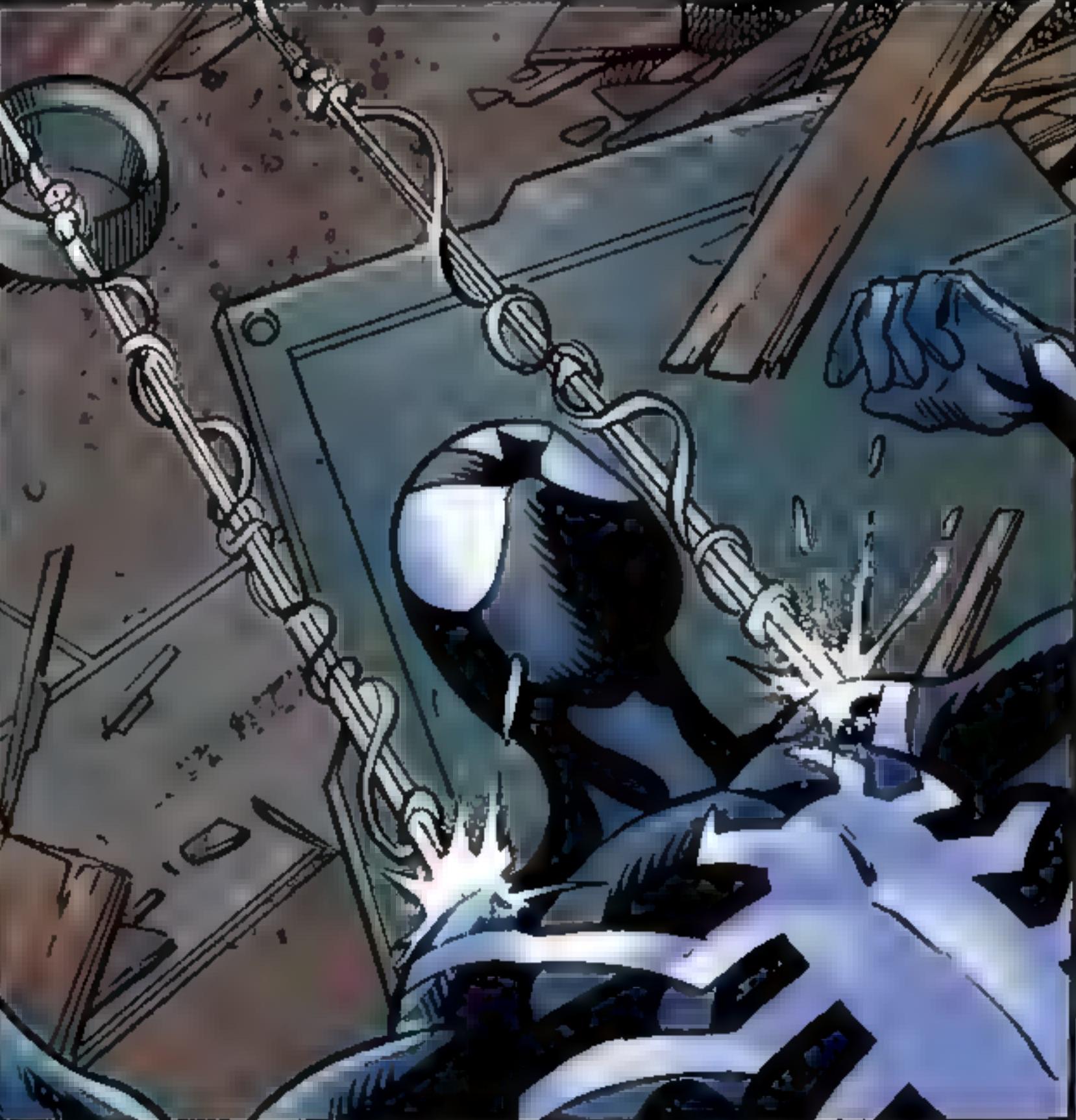
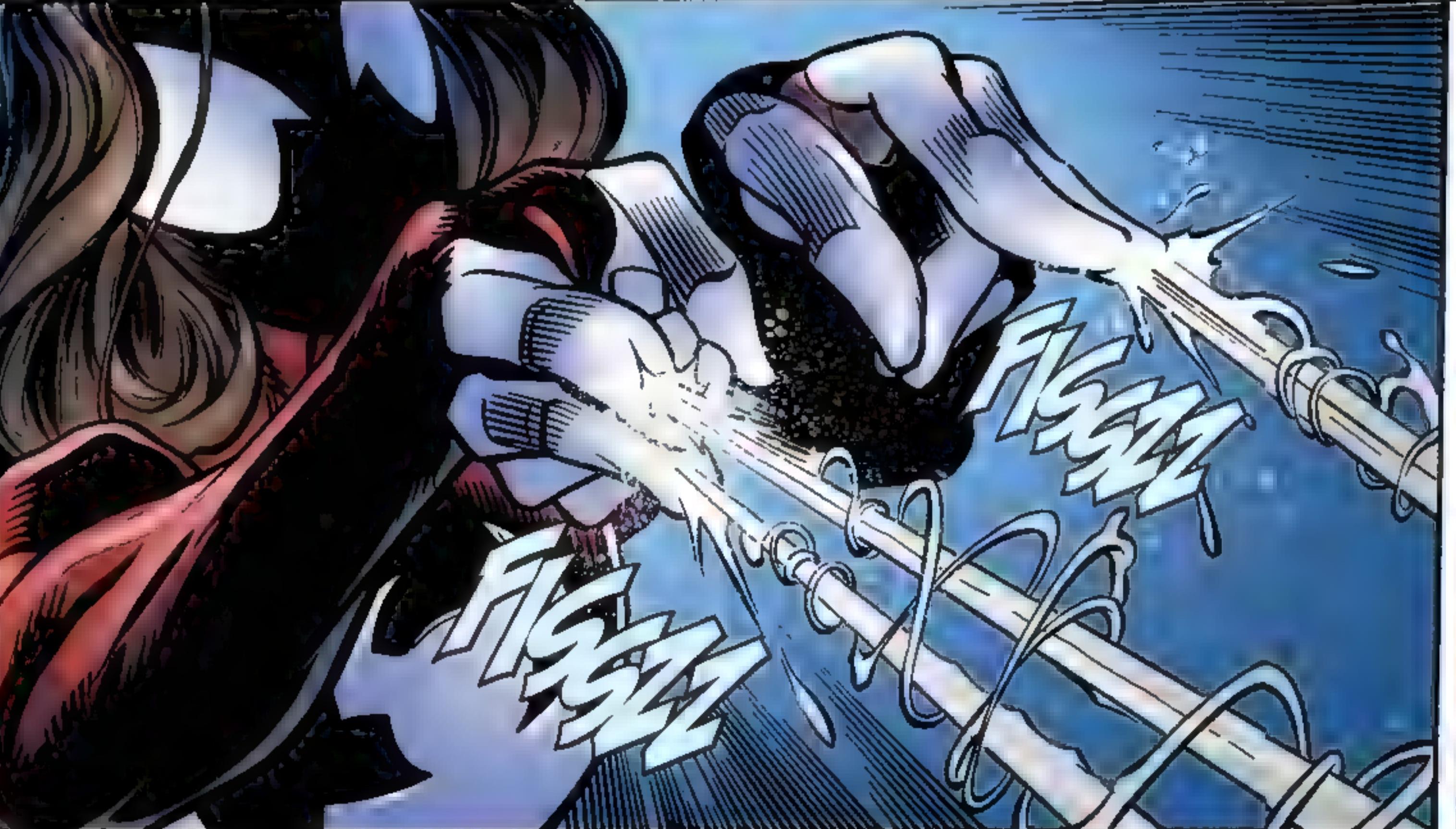
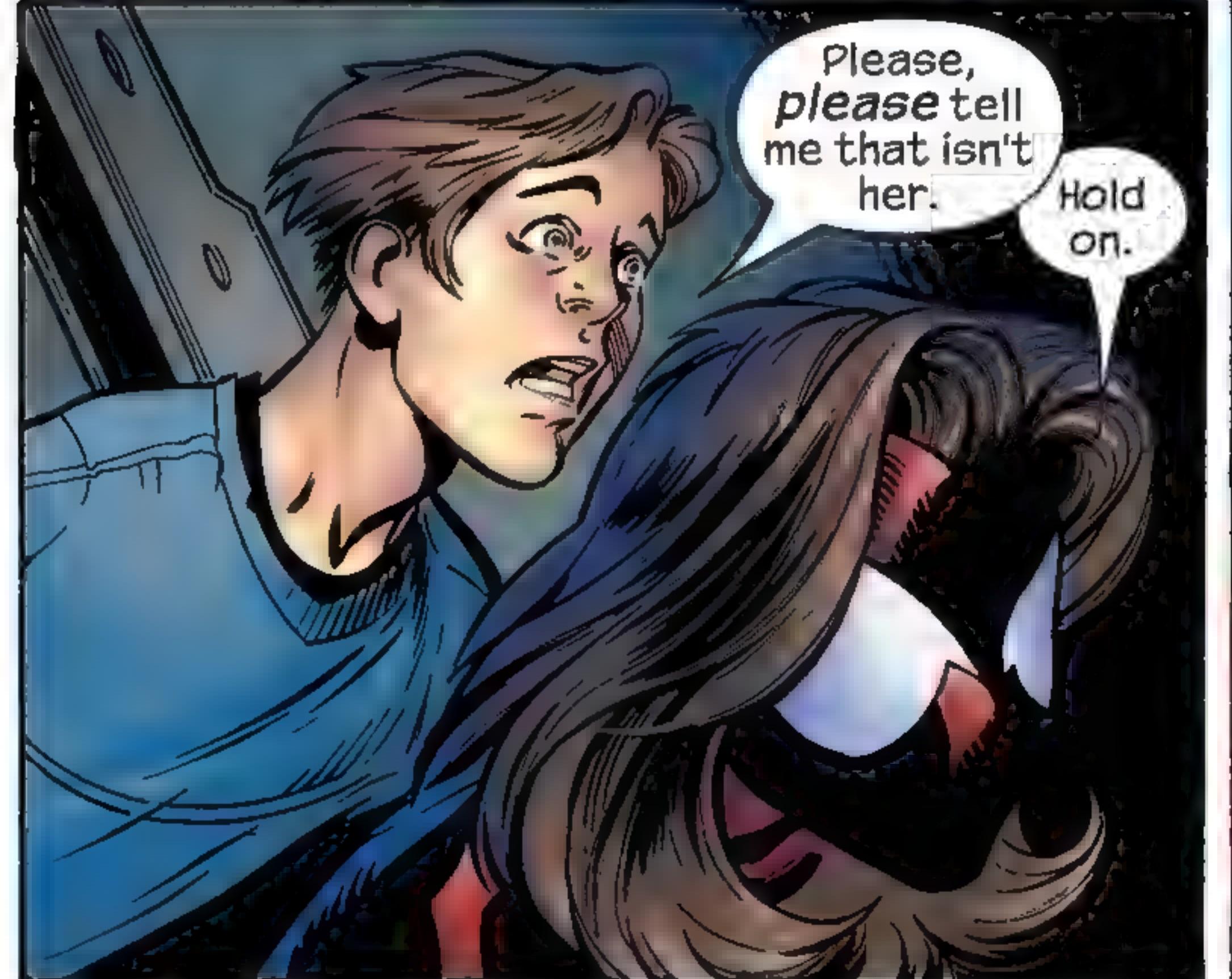


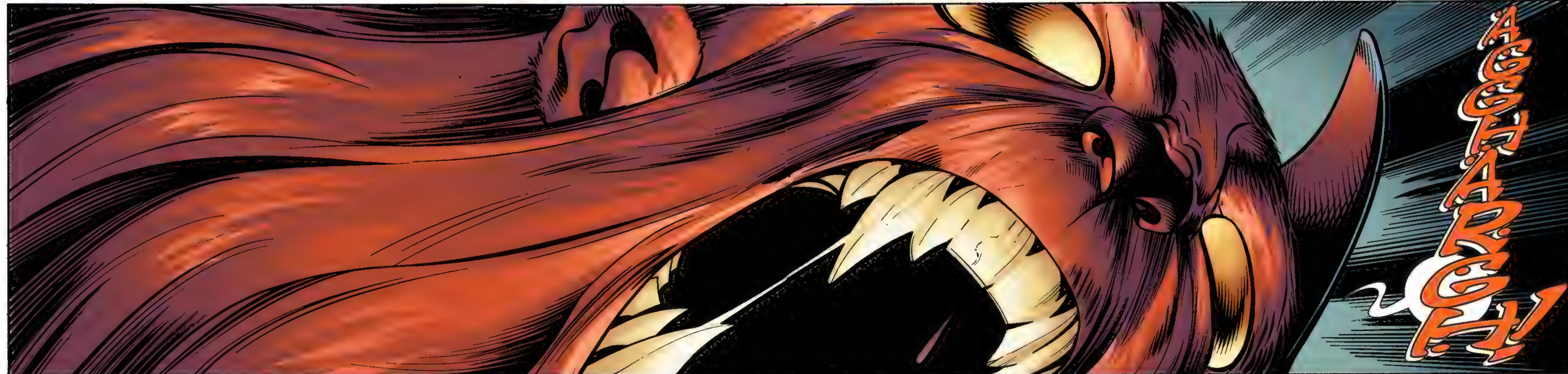
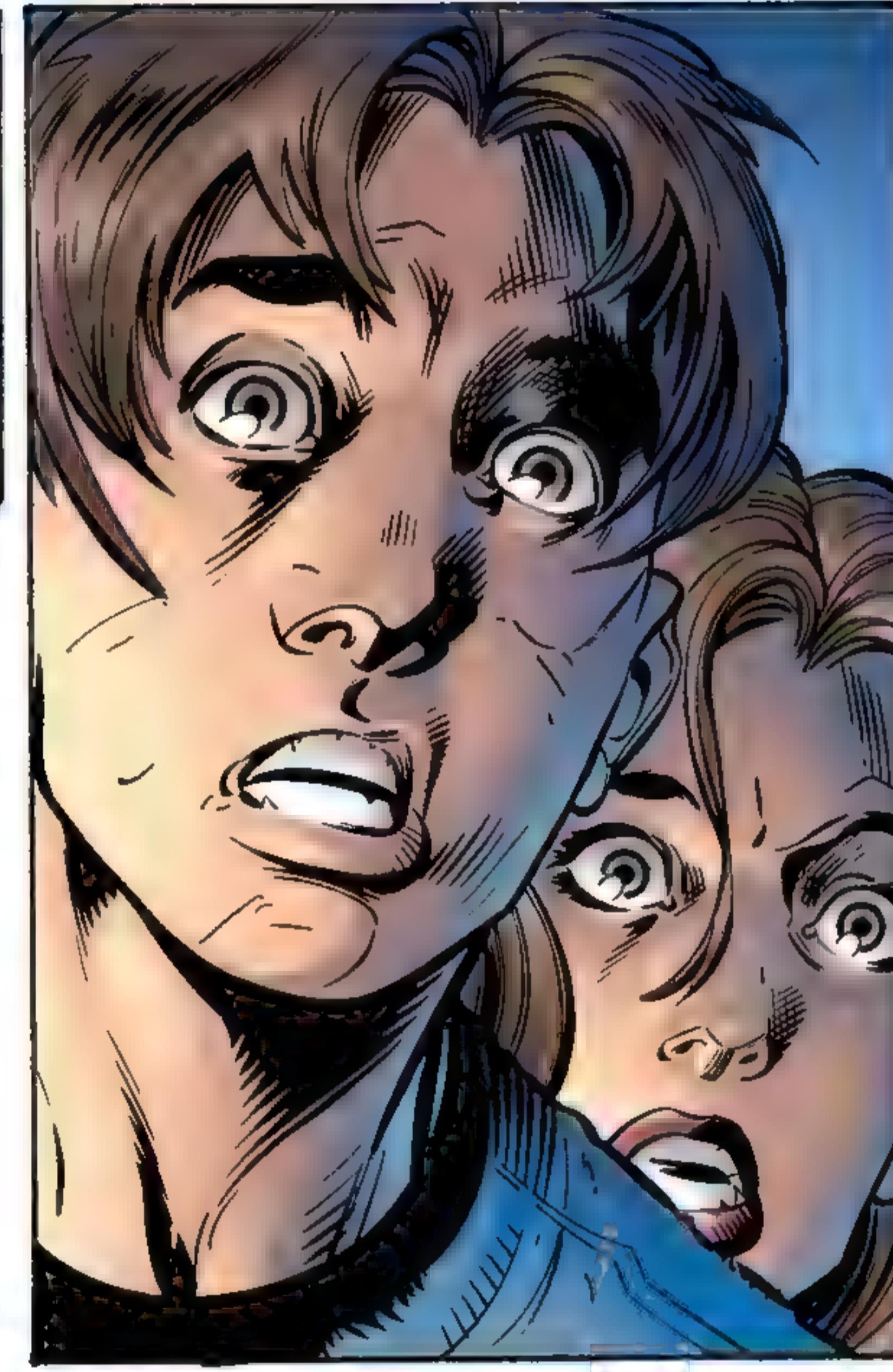
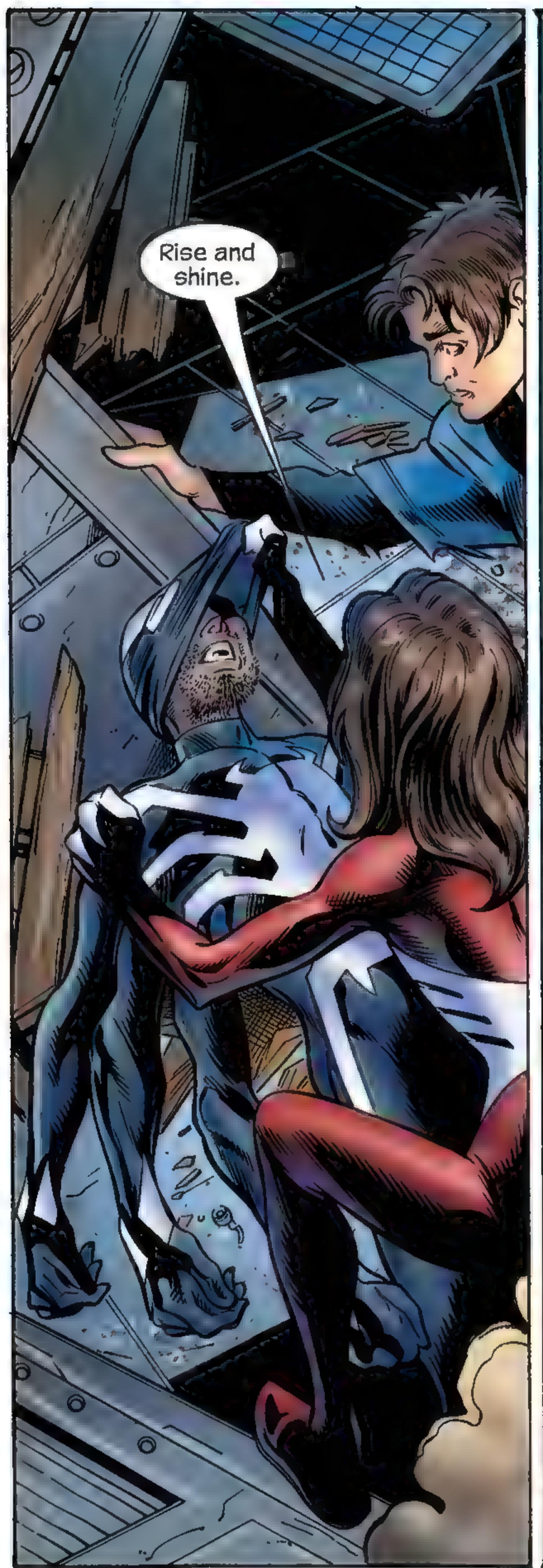
Where are we?

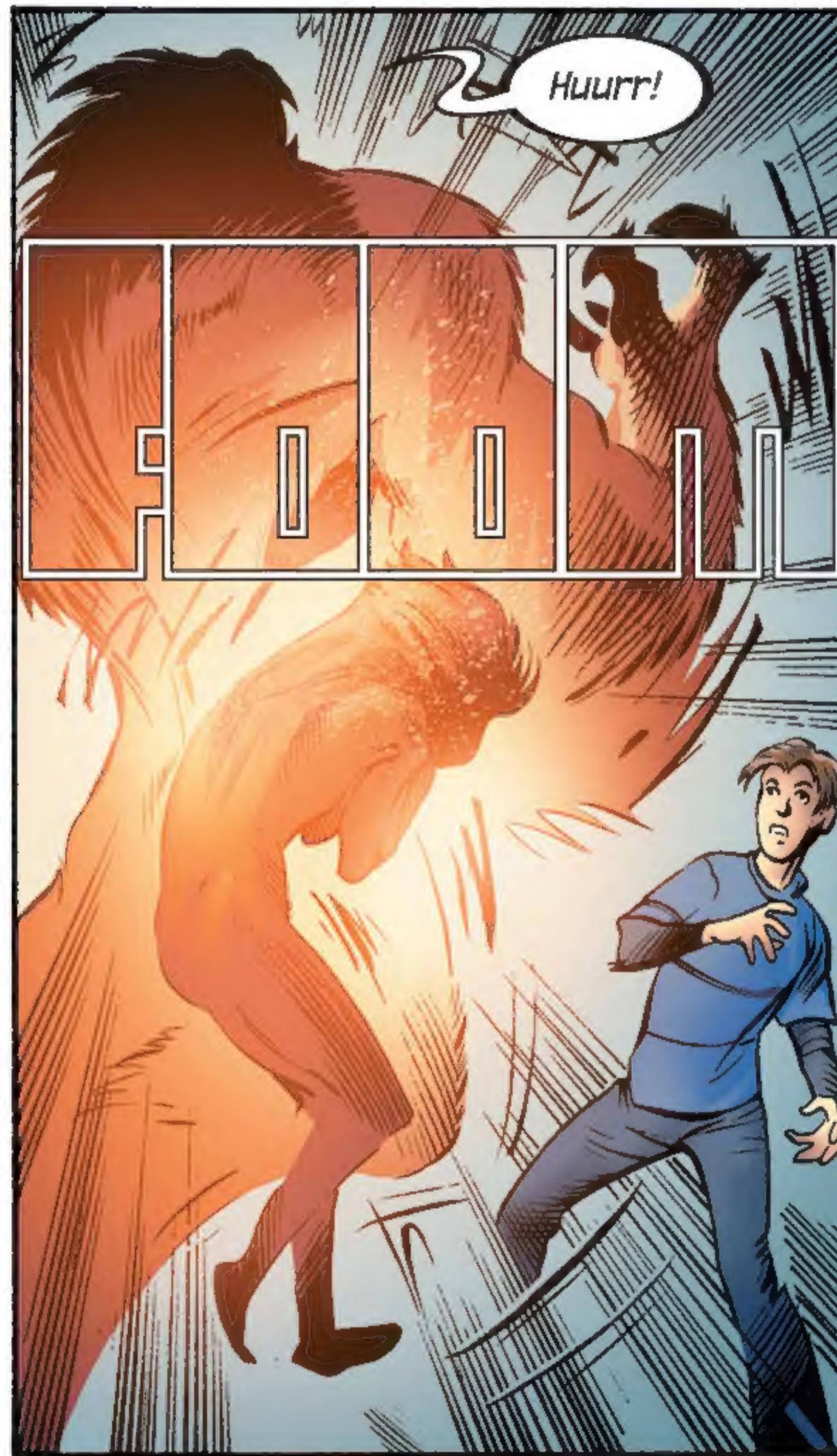
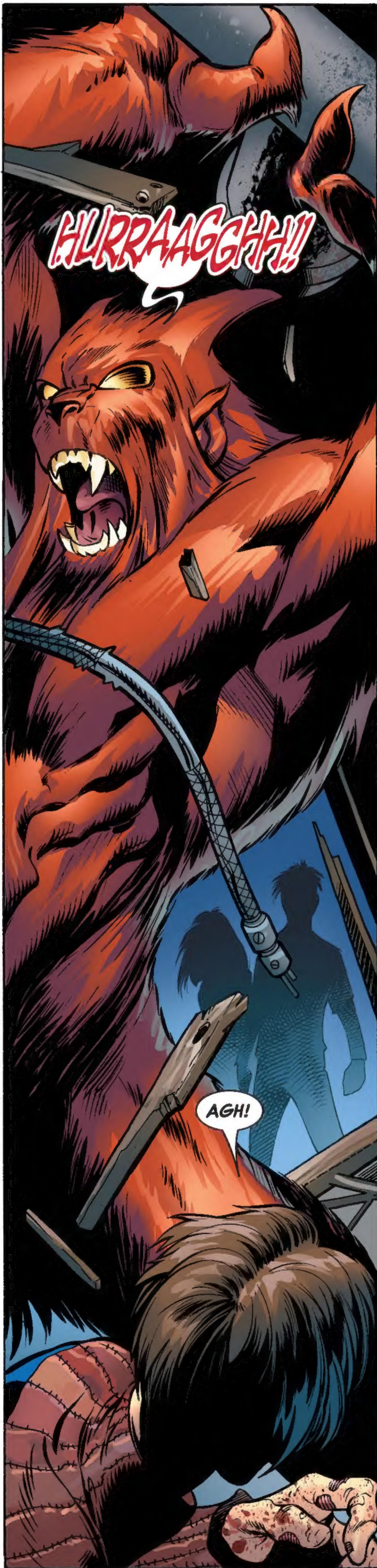
Jump.













To be continued...

# ULTIMATE SPIDER-MAN

Greetings!

"Clone Saga" is one wild ride. I never know just what to expect. Each issue turns out to be a shocker. The whole crew is doing an excellent job. Mr. Bendis deftly manipulates our imaginations and keeps us guessing. Mr. Bagley's art is spectacular and he will be missed. His name is synonymous with *Ultimate Spider-Man*.

Anyhoo, while "Clone Saga" is enough to prompt me to write, I did have a question that has been nagging me. In issue 77, Nick Fury says it is time for Peter to lose his powers. So far, I have not seen repercussions from this. Did he act on this yet in another title or is it still brewin'?

Keep up the good work.

Cheers,  
Michael O'Neil

Oh, boy. Just keep reading "Clone Saga" and you'll see what Nick's got up his sleeve...

I just picked up issues 99 and 100 of *USM*. I must say it blew my mind. I mean, Peter telling his Aunt May that he is Spider-Man and, on top of all this, his dad appears? That's great stuff.

After reading *Amazing Spider-Man* for years this was a nice twist.

But please don't make this a nightmare where Peter suddenly wakes up and none of this happened! Please don't make his dad a clone or some artificial intelligence (we already had this some years ago in *ASM*.) Let him stick around. I want to see how they are going to deal with all this.

Is Aunt May ever going to forgive Peter, or is it all over?

*USM* is the best comic EVER.

Greetings from the number one Spidey fan from Belgium.

Naeyaert Ivan

Thanks for the compliments, Naeyaert! We thought it was a pretty nice twist too! And rest assured—the events in this "Clone Saga" will have permanent consequences for our hero!

Congratulations to the *USM* team for 100 fantastic issues! I enjoyed the cover of this milestone issue—the cover illustrated how much fun Mark Bagley has when drawing Spidey. The multiple Spidey-Clones and their different poses looked great.

Regarding the issue, Brian Michael Bendis has created a series of events that have made Peter Parker's life more interesting and complex. The addition of his father into his life creates an interesting dilemma for Peter: does he now show a greater loyalty to him, or the aunt that forbids Peter from seeing him?

The revelation of the mistrust that the CIA and Henry Gyrich have for Nick Fury was unexpected. I believed that General Fury had free rein provided to create security measures for the U.S. government. The addition of an internal foe for Fury who has support from Spider-Man's genius father adds another layer of intrigue to the Ultimate Universe.

My only suggestion for *USM* is that changing to a single-issue format may prove to be a nice change of pace to the story arc format. Issue 100 is right in the middle of an arc. Ending an arc with this book could have provided a transitional point, or simply having a stand-alone issue may have paid tribute to the title's history a little better.

I must give credit for the detailed "Ultimate Spider-Man Saga" recap that was written by John Barber, though. It did cover the important highlights that

all fans should know about, so the *USM* team was mindful of retelling the events of Peter's first full year in the Ultimate Universe. The extended letter column and section of unpublished artwork were nice fans' treats as well!

Thank you for your time,

Jerry Popek  
Brunswick, Ohio

Come on now, Jerry. If you've been reading *Ultimates*, you would know that not many people can stand Nick Fury. He's made enough enemies that someone is bound to hate the good general wherever he goes.

While a single-issue format has its benefits, Bendis' stories are so action-packed that we need multiple issues to contain them. Sorry, but until Bendis starts writing boring comics, we're going to have to stick with huge, sprawling story arcs. Glad you liked the extras—not everybody did...

Dear B.M.B. 'n' Bagley,

This really wasn't any better or worse than any regular issue of *USM* in my opinion. It was only double-sized so you could put in a bunch of meaningless drawings and extras, which are kind of like DVD extras in that I could care less about them. The cover was not really that inspired!

Given the fact that there are so many Spider-Men in "Clone Saga," you should maybe have put some of them on the cover, don't you think? There were elements of this that were pretty good, pretty confusing, and just pretty dumb. Generally a big disappointment! And to think I saved it to read last. You know, save the best for last—that kinda thing?

How come Uncle Ben and Aunt May look so young when Peter is a kid? What, Aunt May went from being 35 to 60 in the space of 10 years?

Sincerely,  
Andrew J. Shaw

May aged so quickly because Peter's always getting into trouble. If you were as worried about anything as she is about her nephew, you'd sprout a few premature gray hairs too! But, hey—she's not that old...

Okay, guys. I've been reading *USM* since issue 65 and got so into it so much that I collected the back issues and have also gotten into *ASM*. I do have to compliment Bendis on "Clone Saga," but I hate that Gwen was actually Carnage. I have some questions:

1. Will you bring back Gwen for real? (Please!!)
2. Whatever happened to Kitty Pryde?
3. Are you going to kill Aunt May?
4. Are we ever going to see Doc Ock again?

Make mine Marvel!  
Blake Bonnell

1. Who said Carnage isn't the real Gwen?
2. Wait until you see next issue.
3. We're not that cruel... or are we?
4. I think we might've just answered that one.

Dear USM,

First-time writer, longtime reader. And let me tell you, it ain't easy staying up-to-date with your fabulous books here in Nigeria (they cost an arm and leg too), but it's totally worth it. Spider-Man just blows my mind, though a lot of people seem to know who he is (let's face it: this day and age, it'd be impossible for him to completely hide his secret identity).

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Just finished reading the Annual and I must applaud Bendis and crew for another home run. Couldn't make the issue better if you tried. I particularly enjoyed Spider-Man's appearance with the Shocker. It totally reflected my frustration as to why this guy keeps coming back and just can't up his game.

The fights just took me back to the Hammerhead arc with a surprising and welcome appearance by our favorite vigilante, Punisher. I must say I expected Jeanne De Wolfe to see the error of her ways and become an ally to Spider-Man, but her death really hit me. Never saw that coming.

Can't wait to see what Daredevil and Moon Knight cook up. I'm currently hooked on the "Clone Saga." Can't wait for the conclusion. Keep up the good work.

So, 'til Kingpin slims down (yeah right), make mine Marvel.

Sads  
Nigeria

Glad to hear that Marvel helps you satisfy your comic jones even when you're in Nigeria, Sads. The Shocker may not get much respect now, but he'll be laying low for the next few months. You better believe he'll be doing nothing but plotting and planning ways to destroy Spider-Man in the meantime.

As for Daredevil and Moon Knight, all of their plans will come together in the next arc, "Ultimate Knights." Just wait and see. I'm sure you'll be pleased.

Dear USM team,

Straight to the point: I loved the Ultimate Morbius story. Are there any plans to do another story with Morbius in the future?

Also, I wanted to say I loved Annual #2 and look forward to the possibility of an Ultimate Marvel Knights team, especially if it features Moon Knight.

Robbie Hall

As long as Bendis has Morbius stories to tell, we haven't seen the last of the notorious bloodsucker.

Wow! Another Moon Knight fan. Lots of people seem to like him. They better hope nothing terrible happens to him in our next story arc. That would be a shame.



NEXT: THE DOCTOR IS  
IN...IS SPIDEY OUT?!



SOD OF UTTARD